1	PILLSBURY WINTHROP SHAW PITTMAI ROBERT C. PHELPS #106666	N LLP
2	robert.phelps@pillsburylaw.com	
3	RANAH L. ESMAILI # 233477 ranah.esmaili@pillsburylaw.com	
	50 Fremont Street	
4	Post Office Box 7880 San Francisco, CA 94120-7880	
5	Telephone: (415) 983-1000 Facsimile: (415) 983-1200	
6		
7	Attorneys for Defendants VALERO REFINING COMPANY-CALIFOR	DNIIA
8	and VALERO MARKETING AND SUPPLY	COMPANY
9		
10	UNITED STATES	DISTRICT COURT
11	NORTHERN DISTRI	CT OF CALIFORNIA
	OAKLAND	DIVISION
12		•
13		
14	PETROLEUM SALES, INC.,) No. C 05-3526 SBA
15	Plaintiff,	DECLARATION OF ROBERT C. PHELPS IN SUPPORT OF MOTION
16	vs.) FOR AWARD OF ATTORNEYS') FEES
17	VALERO REFINING COMPANY -) <u>rees</u>)
18	CALIFORNIA, VALERO MARKETING	Date: March 6, 2007
10	AND SUPPLY COMPANY, and DOES 1 through 20,) Time: 1:00 P.M.) Courtroom: 3
19)
20	Defendants.)
)
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	700591650v1	

1	I, <u>ROBERT C. PHELPS</u> , declare as follows:
2	1. I am an attorney licensed to practice before this Court and all courts of the
3	State of California. I am a member of the law firm of Pillsbury Winthrop Shaw Pittman
4	LLP, counsel for Defendants Valero Refining Company - California and Valero Marketing
5	and Supply Company ("Defendants") in the above captioned matter. I have actual
6	knowledge of the matters stated in this declaration and could and would so testify if called
7	as a witness. I make this declaration in support of Defendants' application for fees and
8	costs and to provide the information set forth in Civil Local Rule 54-6(b).
9	2. Defendants submit that they should recover from Plaintiff the fees and costs
10	Defendants actually incurred in this matter. Defendants do not seek recovery for any
11	amounts they did not actually incur.
12	3. Attached hereto as Exhibit A are true and correct copies of portions of
13	exemplars of the Contract Dealer Account Supply Agreement and the Contract Dealer
14	Account Identifications and Equipment Agreement. Complete copies of these agreements
15	are attached (and filed under seal) as Exhibit R to the Declaration of Robert C. Phelps In
16	Support of Defendants' Motion for Summary Judgment (Dkt. No. 72).
17	Local Rule 54-6(b)(1) statement.
18	4. On December 27, 2006, I spoke with Dane Durham, counsel for Plaintiff.
19	We discussed the proposed motion. I advised Mr. Durham of the grounds on which
20	Defendants would be seeking a fee award. I asked Mr. Durham if he had any questions
21	regarding the proposed motion and he told me he did not.
22	Civ. L.R. 54-6(b)(2) Statement
23	5. Attached hereto as Exhibit B is a true and correct summary of all charges my
24	firm billed Defendants for handling this matter. I have redacted certain work descriptions
25	that disclose the substance of attorney work product or attorney client communications.
26	This summary reflects all amounts actually billed to Defendants for this matter, with one
27	exception. The time entries for work done in December 2006, have not yet been billed to
28	

- 1 Defendants. This is solely due to the fact that the month of December has not ended and
- 2 my firm's bills for December time have not been sent out. However, I anticipate that any
- 3 December time reflected in Exhibit B will be billed to Defendants in the ordinary course of
- 4 business in early January 2007, and will be paid by Defendants in the ordinary course of
- 5 business.
- 6. This report was generated from the time-keeping system used by Pillsbury
- 7 Winthrop Shaw Pittman in the ordinary course of its business. Contemporaneous time
- 8 records are kept daily by all timekeepers (attorneys, paralegals, litigation support
- 9 personnel). Billing is normally done in tenth of an hour increments, and tasks are separated
- 10 according to standard ABA Task Codes. In certain circumstances, Pillsbury Winthrop
- 11 chose not to bill Defendants for work actually done. That work is reflected in the report
- with 0.00 listed as the number of billed hours. Defendants do not seek recovery of any
- 13 additional fees relating to work for which Defendants were not charged.
- 7. Based on the ABA Task Codes, the billable time incurred in this matter breaks down as follows:

16	Task Code	Description	Hours	% of Total	Fees
17	L110	Fact investigation/development	16.80	1.70%	\$ 8,706.50
	L120	Analysis/strategy	27.60	2.79%	\$ 11,944.00
18	L140	Document/file management	8.00	0.81%	\$ 1,225.00
10	L160	Settlement	18.70	1.89%	\$ 8,958.50
19	L210	Pleadings	11.80	1.19%	\$ 5,573.00
20	L230	Court mandated conferences	28.20	2.85%	\$ 10,456.00
20	L240	Dispositive motions	111.90	11.31%	\$ 54,241.50
21	L250	Other written motions or submissions	39.80	4.02%	\$ 22,885.00
22	L310	Written discovery	159.00	16.08%	\$ 68,233.00
	L320	Document production	318.00	32.15%	\$105,240.50
23	L330	Depositions	140.90	14.25%	\$ 75,559.50
	L340	Expert depositions	27.10	2.74%	\$ 15,582.50
24	L350	Discovery motions	80.20	8.11%	\$ 32,957.00
	L390	Other discovery	1.00	0.10%	\$ 515.00
25			989.00		\$422,077.00

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1	8. Defendants were billed on this matter at the customary hourly rates my firm
2	charges Defendants.
3	9. For the Court's convenience, following is a "key" to certain names that
4	appear repeatedly in the time records:
5	Karen Thompson – in house legal counsel for Defendants
6	Melody Morris – in house legal counsel for Defendants
7	Elliot Bowytz – in house legal counsel for Defendants
8	Brenda Trumbull – in house paralegal for Defendants
9	Teresa Haverfield-Schwartz – in house paralegal for Defendants
10	Marshall Wells - attorney for non-party MPSI Systems
11	Brendan Patrick – litigation support, Pillsbury Winthrop
12	Tim Mayfield – litigation support, Pillsbury Winthrop
13	Donna Hunter – paralegal, Pillsbury Winthrop
14	Robert D'Arcy – paralegal, Pillsbury Winthrop
15	Jan Molitor - paralegal, Pillsbury Winthrop
16	10. In addition, there are several references in the time records to "Ishaq" or the
17	"Ishaq case." These entries refer to a separate lawsuit pending in San Francisco Superior
18	Court in which PSI is a plaintiff and Valero a defendant. Because discovery requests in this
19	matter overlapped in some instances with discovery requests in the Ishaq case, Defendants'
20	counsel in this matter worked with attorneys at Latham & Watkins (the law firm
21	representing Defendants in Ishaq) from time to time to avoid duplication of effort.
22	11. Defendant Valero Refining Company-California ("Valero Refining") was
23	the original signatory to the contracts with Plaintiff, and that Valero Refining subsequently
24	assigned its interests in the contracts to Valero Marketing. While Valero Refining did not
25	have a contractual relationship with Plaintiff during the relevant time period—indeed, that
26	fact formed the basis for summary judgment in Valero Refining's favor—this lawsuit arose
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1	out of the contracts originally between Plaintiff and Valero Refining. In any event, little (if
2	any) incremental work in defending the case was done solely on behalf of Valero Refining.
3	Civ. L.R. 54-6(b)(3) Statement
4	12. I am the lead attorney who was responsible for handling this matter on
5	behalf of Defendants. I am a 1982 graduate of the University of Minnesota Law School
6	and have been a member of the California Bar since 1982. I am admitted to all state and
7	federal courts in California, as well as the U.S. Fourth and Ninth Circuit Courts of Appeals
8	and the United State Supreme Court. I have been a partner in Pillsbury Winthrop Shaw
9	Pittman since 1995. From 2000-2002, I was a partner in the firm of Skjerven, Morrill,
10	MacPherson LLP in San Francisco. I rejoined Pillsbury as a partner in 2003. My
11	customary hourly billing rate, which increased over the course of this action (and which
12	was charged in this matter), ranged from \$515/hour to \$575/hour.
13	13. I have represented plaintiffs and defendants in antitrust and unfair business
14	practices cases for my entire career. For approximately 15 years, I have specialized in
15	representing oil companies in franchise, antitrust and unfair business practices cases
16	relating to the operations of service stations. I have handled such matters in arbitrations and
17	in state and federal trial courts in California, Hawaii, Nevada, Texas, Louisiana, Florida,
18	Georgia and Alaska. In addition to my work for Defendants in this matter, I have
19	represented Chevron U.S.A. Inc., in service station and antitrust cases before the California
20	Court of Appeal, the U.S. Fourth Circuit Court of Appeals, the U.S. Ninth Circuit Court of
21	Appeals and the U.S. Supreme Court.
22	14. I am the author of "Business & Professions Code Section 17200: Taking A
23	'Fairness' Case to Judgment," published in Vol. 8, No. 2 of Competition, the journal of the
24	Antitrust and Unfair Competition Law Section of the State Bar of California. In 1998, I
25	successfully defended Chevron U.S.A. Inc., in a nationwide class action brought by current
26	and former Chevron dealers who claimed they were cheated because Chevron allegedly
27	included a hidden rent charge in the price they paid for gasoline. I was co-lead counsel in
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- 1 the jury phase of the case (resolved in Chevron's favor after a three month trial) and led
- 2 Chevron's successful defense of plaintiffs' claim under section 17200. That claim sought
- 3 more than \$1 billion in monetary relief. See Lowe, et al. v. Chevron U.S.A. Inc., CCH
- 4 Business Franch. Guide, ¶ 11,572 (San Francisco Superior Court, 1998).
- 5 15. I was principally assisted in defending this matter by Ranah L. Esmaili, an
- 6 associate attorney at Pillsbury Winthrop. Ms. Esmaili is a 2004 graduate of Boalt Hall.
- Along with her J.D. from Boalt, she received a joint M.A. degree in International Relations
- 8 and International Economics from the Paul H. Nitze School of Advanced International
- 9 Studies at Johns Hopkins University. Ms. Esmaili's customary hourly billing rate, billing
- 10 rate, which increased over the course of this action (and which was charged in this matter),
- ranged from \$235/hour to \$365/hour.
- 12 16. In March 2006, during the heavy document review/production phase of the
- 13 case, Ms. Esmaili and I were also assisted by then Pillsbury Winthrop associate attorney
- 14 Elizabeth Stone in reviewing documents potentially responsive to Plaintiff's multiple
- document requests. Ms. Stone is a member of the California Bar and a 2005 graduate of the
- 16 Hastings College of the Law. Ms. Stone's customary hourly billing rate, which was
- 17 charged in this matter, was \$265/hour.
- 18 17. To manage, review and produce documents potentially responsive to
- 19 Plaintiff's multiple document requests, we used a computer based litigation support
- 20 program known as Concordance. Documents to be reviewed were loaded on Concordance
- 21 and reviewed by Pillsbury Winthrop attorneys for responsiveness and possible privilege
- 22 issues. Documents were produced to Plaintiff's counsel in electronic (.pdf) format. Those
- 23 electronic productions were generated from the Concordance database. Pillsbury Winthrop
- 24 litigation support personnel (principally Mr. Brendan Patrick and Mr. Tim Mayfield) were
- 25 responsible for physically loading the documents onto Concordance, managing the
- 26 databases and creating the electronic production media (CD-ROMs). Pillsbury's
- 27 customary hourly charge for litigation support services is \$200/hour. Additional paralegal

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- support was provided by Robert D'Arcy and Donna Hunter, whose customary hourly
- 2 billing rates, which were charged in this matter, were \$185/hour and \$125/hour,
- 3 respectively.
- 4 18. In the interest of efficiency, Ms. Esmaili and I divided the work load in this
- 5 case. I took primary responsibility for defending the depositions Plaintiff took of Valero
- 6 personnel and for deposing the Plaintiff's president (Mr. Shimek) and other key witnesses
- 7 for Plaintiff, including all three of the Rule 26 expert witnesses designated by Plaintiff. Ms.
- 8 Esmaili also deposed certain witnesses identified by Plaintiff. In addition, she was
- 9 principally responsible for responding to Plaintiff's multiple written discovery requests and
- drafting responses to all of the discovery motions filed by Plaintiff.
- 11 19. I was the principal author of Defendants' summary judgment papers. Ms.
- 12 Esmaili assisted, and was responsible for Defendants' objections to the evidence submitted
- with Plaintiff's opposition to Defendants' summary judgment motion (discussed at pp. 9-18
- 14 of the Court's summary judgment opinion).
- 15 20. Some work was also done on behalf of Defendants by Bruce McDiarmid,
- 16 Esq. Mr. McDiarmid represented Defendants in pre-litigation discussions/negotiations with
- 17 Plaintiff that led up to Valero Marketing and Supply Company's November 2003 decision
- 18 to temporarily withdraw Facilities Allowances paid to Plaintiff. Mr. McDiarmid assisted in
- 19 locating documents relevant to that time period and also provided background information
- and guidance regarding the underlying dispute.
- 21. Mr. McDiarmid is a 1974 graduate of Harvard Law School. He is the leader
- 22 of Pillsbury Winthrop's Franchising & Distribution Practice Team. He represents a wide
- 23 range of clients in the marketing and distribution of goods and services. His practice focus
- 24 includes the drafting of distributor, dealer and franchise agreements, compliance with
- antitrust, franchise and other trade regulation laws, the purchase and sale of businesses
- engaged in the marketing and distribution of goods and services, dealer relations, credit
- 27 matters and analysis and lobbying of proposed legislation relating to marketing and

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1 distribution matters. Mr. McDiarmid's customary hourly billing rate, which was charged in

- 2 this matter, is \$740/hour.
- 3 22. Defendants' discovery was closely focused on the issues in this case.
- 4 Defendants propounded only one set of interrogatories and two sets of document requests.
- 5 Though Plaintiff's responses to Defendants' interrogatories identified a total of 40 potential
- 6 witnesses, Defendants took only seven fact witness depositions, none of which lasted more
- 7 than a single day. Defendants deposed PSI's owner (Mr. Shimek), its former general
- 8 manager (Mr. Trimble), its bookkeeper/accountant (Ms. Paul), the contractor with whom
- 9 Plaintiff worked to install credit card processing systems at Plaintiffs' four service stations
- 10 (Ms. Scarola), its supervisor and general managers familiar with the circumstances
- surrounding Plaintiff's decision to use its own processing system (Robert Gargollo, Edy
- 12 Diaz and Luis Valencia). Mr. Valencia, whose deposition was scheduled on the same day
- as another deponent, failed to appear.
- 14 23. From December 31, 2005 to August 29, 2006, Plaintiff propounded twenty-
- one (21) separate sets of discovery requests -13 sets of document requests, 5 sets of
- 16 interrogatories and 3 sets of requests for admission. Plaintiff served these requests
- 17 piecemeal, often propounding only a few requests at a time and only weeks or even days
- apart. For instance, after propounding its first twenty-five document requests in December
- 19 2005, Plaintiff then propounded another eight (on April 3, 2006), two more (on May 23,
- 20 2006), four more (on June 8, 2006), two more (on June 16, 2006), four more (on June 26,
- 21 2006), three more (on July 10, 2006), eight more (on July 29, 2006), two more (on August
- 22 2, 2006), five more in two distinct sets (on August 5, 2006), and three more (on August 29,
- 23 2006). This burdensome manner of propounding discovery requests drove of the pre-trial
- 24 costs for Defendants substantially.
- 25 24. Plaintiff also pursued an expensive discovery motion practice. Plaintiff
- brought seven separate discovery motions in the form of Discovery Dispute Letters, each

-7-

27 disputing anywhere from two to seventeen of Defendants' discovery responses. See

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- 1 Discovery Dispute Letters to Magistrate Judge James, Dkt. 36, filed April 27, 2006; Dkt.
- 2 37, filed April 27, 2006; Dkt. 38, filed April 27, 2006; Dkt. 39, filed April 27, 2006; Dkt.
- 3 48, filed August 19, 2006; Dkt. 49, filed April 28, 2006; Dkt. 52, filed September 25, 2006.
- 4 Defendants, on the other hand, brought none. Plaintiff only partially prevailed on one of its
- 5 motions. See Order re Plaintiff's Request for Production of Documents, Dkt. 51, entered
- 6 September 18, 2006. Magistrate Judge James ruled against Plaintiff on the rest. See Orders
- 7 re: Discovery Dispute Letters, Dtk. 40, entered May 3, 2006; Dkt. 50, September 11, 2006;
- 8 Dkt. 55, entered October 24, 2006.
- 9 25. These discovery disputes were initiated solely by Plaintiff. Each time a
- 10 dispute arose, counsel for Defendants was required to meet-and-confer in person with
- 11 counsel for Plaintiff to attempt to resolve the dispute and, once such efforts proved
- 12 unsuccessful, to draft an insert into the Discovery Dispute Letters prepared by counsel for
- 13 Plaintiff setting forth Defendants' position on the dispute. See Notice of Reference, Dkt.
- 14 32, entered April 6, 2006; Magistrate Judge James' Standing Order re Discovery, ¶ 3

15 <u>Reimbursement for Additional Costs</u>

- 16 26. Defendants also seek reimbursement of additional costs not otherwise
- 17 recoverable under Civ. L.R. 54-3.
- 18 27. Plaintiff designated three expert witnesses (Messrs. Morse/Retail Petroleum
- 19 Consultants, Inc.; Trimble and Ben-Zion). Defendants incurred expenses in connection
- 20 with those depositions, as the expert witnesses billed Defendants the following amounts for
- 21 their depositions:
- 22 Michael Trimble \$ 185.41
- 23 Retail Petroleum Consultants, Inc. \$1,988.40
- 24 Dr. Barry Ben-Zion \$2,280.00
- 25 TOTAL \$4,453.81
- 26 28. Attached hereto as Exhibits C to E are true and correct copies of invoices
- 27 received from Plaintiff's experts. These invoices have been paid.

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1	I declare under penalty of perjury th	hat the foregoing is true and correct and that this
2	declaration was executed this 28th day of D	December, 2006 in San Francisco, California.
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5	Ву _	/s/ Robert C. Phelps
6		Robert C. Phelps
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EXHIBIT A

VALERO PROPRIETARY R/8#: 73673 (NEC mills)

ARTICLE 22: HEADINGS

The headings of the Articles and Sections of this SUPPLY AGREEMENT exist for convenience only and do not in any way explain, limit, amplify, or otherwise affect the rights, obligations, and agreements contained in this SUPPLY AGREEMENT.

ARTICLE 23: NOTICES

Section 23.1. Proper Methods

Except where specifically required otherwise in this SUPPLY AGREEMENT, the following must occur to meet the requirement for due notice:

- (A) The party giving notice must post to the other party a properly addressed written message by certified mail, with return receipt requested, and with adequate postage;
- (B) The party giving notice must send to the other party a properly addressed written message by a nationally recognized overnight carrier; or
- (C) The party giving notice must have a written message personally delivered to the address of the other party.

Section 23.2. Date

The date of posting proper notice by certified mail, sending proper notice by overnight carrier, or of making personal delivery to the address of the other party, will constitute the date of giving the notice, except for change of address, which must be received by the other party to be effective and becomes effective the date of its receipt.

Section 23.3. Addresses

Notices should be given to VALERO at One Valero Place, San Antonio, TX 78212-3196, Attention: Vice President, Retail Marketing and to DEALER at PREMISES.

ARTICLE 24: SAFETY AND HEALTH INFORMATION

VALERO has furnished DEALER information including, but not limited to, Material Safety Data Sheet(s) concerning the safety and health aspects of PRODUCTS and/or containers for PRODUCTS. DEALER agrees to communicate information and warnings to all persons DEALER can reasonably foresee may be exposed to or may handle PRODUCTS and/or containers for PRODUCTS including, but not limited to, DEALER's employees, agents, contractors, and customers.

ARTICLE 25: SIGNATURES REQUIRED

No part of this SUPPLY AGREEMENT is valid or binding on the parties unless this SUPPLY AGREEMENT is signed by both DEALER and VALERO's authorized designee or other employee with authority to execute this agreement for VALERO.

ARTICLE 26: REIMBURSEMENT OF COSTS

In the event of any lawsuit between VALERO and DEALER arising out of or relating to the transactions or relationship contemplated by this SUPPLY AGREEMENT (regardless of whether such action alleges breach of contract, tort, violation of a statute or any other cause of action), the substantially prevailing party shall be entitled to recover its reasonable costs of suit including its reasonable attorneys' less. If a party substantially prevails on some aspects of such action but not others, the court may apportion any award of costs or attorneys' less in such manner as it deems equilable.

VALERO PROPRIETARY RISE: 73873 (VEC 901030)

Section 17.3. Addresses

Notices should be given to VALERO at One Valero Place, San Antonio, TX 78212-3196, Attention: Vice President, Retail Marketing and to DEALER at PREMISES.

ARTICLE 18: SIGNATURES REQUIRED

No part of this ID & EQUIPMENT AGREEMENT is valid or binding on the parties unless this ID & EQUIPMENT AGREEMENT is signed by both DEALER and VALERO's authorized designee or other employee with authority to execute such agreements for VALERO.

ARTICLE 19: REIMBURSEMENT OF COSTS

DEALER will promptly reimburse VALERO on demand for all costs, fees (including atlorneys' and experts' fees), and expenses incurred by VALERO in enforcing its rights or remedies under this ID & EQUIPMENT AGREEMENT.

ARTICLE 20: SEVERABILITY OF PROVISIONS

Section 20.1. Intent

Neither party intends to violate statutory or common law.

Section 20.2. Violative Words Not Binding

If any sentence, paragraph, clause, or combination in this ID & EQUIPMENT AGREEMENT violates or is voided by any LAWS, then the violative words or portions of any sentence, paragraph, clause, or combination will be considered stricken and not binding.

Section 20.3. Right to Petition

If, in either VALERO's or DEALER's judgment, the binding portions remaining of this ID & EQUIPMENT AGREEMENT do not acceptably define the rights and obligations of the parties, either party may petition a court with jurisdiction to reform the stricken provisions to reflect as much as possible the original intent of the parties.

ARTICLE 21: LIMITATIONS ON ACTIONS

Any claims or causes of action of DEALER that arise under this ID & EQUIPMENT AGREEMENT will be barred and will be of no effect unless asserted by DEALER in a court of competent jurisdiction not later than one (1) year after the day the basis of the claim or cause of action accrues.

ARTICLE 22: SURVIVAL

Any covenant, obligation, or fiability which arose, may have arisen, or was incurred by VALERO or DEALER as a result of this ID & EQUIPMENT AGREEMENT will survive the expiration, termination, or cancellation of this ID & EQUIPMENT AGREEMENT unless agreed to otherwise in writing by DEALER and VALERO.

ARTICLE 23: ENTIRE AGREEMENT

Section 23.1. Integration

23.1 1 THIS ID & EQUIPMENT AGREEMENT (INCLUDING THE ATTACHMENTS, EXHIBITS, AND ADDENDA, IF ANY, WHICH ARE INCORPORATED FOR ALL PURPOSES) CONTAINS THE ENTIRE AGREEMENT

CONTRACT DEALER ACCOUNT IDENTIFICATIONS AND EQUIPMENT AGREEMENT (Rev. 7-27-00). Page 14 of 20

EXHIBIT B

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McDiarmid, Bruce W.	<u>0</u> 05567
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Billable Prebill/Bill#

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

Time Detail by Matter

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	Telephone conference with Ranah Esmali re original settlement offer to Shimek.		11/6/2006	Email to Bob Phelps re waiver of consequential damages		9/20/2006	Telephone conference with Bob Phelps and Eliot Bowytz re		2/9/2006	Email re conversation with Shimek's lawyer.		9/29/2005			Assist Robert Phelps in finding a case not yet published.		10/26/2006				Find clean copies of emails from privilege log.		6/22/2006				Bill Atty:	
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\$805.50			\$148.00			\$222.00			\$370.00			\$65.50							\$222.00	\$222.00			\$222.00					

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

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From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

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3					TOTAL	TOTAL Timekeeper 01710	10	0.00		1.20	\$222.00
\$10	Molitor, Jan										
ner		10/25/2006	11/1/2006	L100	L110	Billed	Billable	0.00		0.00	
cun		25185039					7282233				
)00		Oversee updating	Oversee updating of discovery binder.	der.							
07049	Phelps, Robert C.										
ЗА		9/30/2005	10/3/2005	L100	L110	Billed	Billable	0.00		0.70	\$360.50
-SE		23760055					7165900				
526		Review corresponsame (.2).	Review correspondence from PSI's counsel and proposed discovery (.5); memo to client re same (.2).	counsel and	proposed dis	scovery (.5); mer	no to client re				
03!		11/3/2005	11/29/2005	L100	L110	Billed	Billable	0.00		0.60	\$309.00
CV-(23964044					7183624				
5-0		Review documen	Review documents regarding refusal to use specified credit pard processor.	al to use spe	cified credit	ard processor.	•				
4:0		12/7/2005	1/3/2006	L100	L110	Billed	Billable	0.00		0.30	\$154.50
e 4		24097368					7189875				
as		Correspondence	Correspondence re revisions to plaintiff's damages theory/calculations.	intiff's damag	es theory/cal	culations.					
C		1/6/2006	2/1/2006	L100	L110	Billed	Billable	0.00		1.60	\$920.00
		24195078					7200220				
		Continue review on while facility allow	Continue review of documents provided by PSI (1.2); analysis of PSI financial performance while facility allowance was suspended (.4).	vided by PSI (lded (.4).	1.2); analysis	s of PSI financial	performance				

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

12/27/2006

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

	Ca	ase	4:	05	-C\	/-O	35	26-	-SE	ЗА	C	000	cun	neı	nt í	103	3	File	ed	12	/28	3/0	6	Pa	age	17	of	0√jimekeep∈	Matter	Client
																												7		
7/11/2006	Review MPSI m	24754354	6/30/2006	Review data fro	24713382	6/20/2006	Review addition	24601412	5/17/2006	Review files produced by PSI.	24428720	3/16/2006	Review client's	24424950	3/6/2006	Review Skellie deposition.	24424988	3/6/2006	Review Blair Sk	24423994	3/2/2006	Telephone conf	24286907	2/10/2006	Correspondenc on response to	24195984	1/18/2006	Time #	Tran Date	
8/1/2006	Review MPSI materials supplied by client.		7/5/2006	Review data from client regarding intra-state sources of fuel purchased by PSI from Valero.		6/28/2006	Review additional documents produced by PSI on May 17, 2006.	•.	5/30/2006	duced by PSI.		4/3/2006	Review client's documents re "in competition" issue.		4/3/2006	deposition.		4/3/2006	Review Blair Skellie deposition		4/3/2006	Telephone conference Melody Morris and Blair Skellie; review documents		2/28/2006	Correspondence re pricing data (.2); telephone conference Melody Morris re on response to PSI discovery requests (.6).		2/1/2006	Post Date		
L100	y client.		L100	intra-state s		L100	duced by PS		L100			L100	competition"		L100			L100			L100	orris and Blai		L100	2); telephonous		L100	Phase		
L110			L110	ources of fue		L110	i on May 17,		L110			L110	issue.		L110			L110	ı		L110	r Skellie; rev		L110	e conference		L110	Task		
Billed			Billed	purchased by P		Billed	2006.		Billed			Billed			Billed			Billed			Billed	iew documents.		Billed	Melody Morris re		Billed	WIP Stat		
Billable 7254937		7253196	Billable	SI from Valero.	7253196	Billable		7237358	Billable		7218756	Billable		7218756	Billable		7218756	Billable		7218756	Billable		7208160	Billable	(.2); work	72	Billable	Prebill/Bill#	Billable	
0.00			0.00			0.00			0.00			0.00			0.00			0.00			0.00			0.00			0.00	To Bill Hours		
																												To Bill Value		
0.50			0.50			0.30			0.60			1.00			2.10			0.70			3.00			0.90			1.00	Billed Hours		
\$287.50			\$287.50			\$172.50			\$345.00			\$575.00			\$1,207.50			\$402.50			\$1,725.00			\$517.50			\$575.00	Billed Value *		

Conference call with Brenda Trumbull and Anthony Gavin re pricing issues.

12/27/2006

4:45 PM	
	כי

sillable, NonBillable, Accountable nbilled, Billed From Transaction Date 8/1/2005 To Transaction Date 12/20/2006 Time Detail by Matter

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

4:05-cv-03526-SBA Phtask_Code: L120 Document 103 Filed 12/28/06 Page 1 Phelps, Robert C. Esmaili, Ranah L. Review court order re: initial disclosure and meet and confer deadlines; confer with B. Phelps re: same. Review "zip code survey" provided by Durham. Follow up re Hirbod facilities allowance payment issue. Review correspondence re sources of mogas sold to PSI Conference call with Brenda Trumbull and Anthony Gavin re pricing issues. Tran Date Telephone conference MPSI re subpoena. Time # 11/27/2005 9/19/2006 24824443 7/28/2006 24845127 9/29/2005 25017335 24879507 8/1/2006 7/12/2006 23747679 23965669 10/5/2006 Post Date 11/30/2005 8/10/2006 11/1/2006 9/20/2006 9/30/2005 8/1/2006 8/1/2006 L100 L100 L100 L100 L100 L100 L100 Phase L110 L110 L120 L110 L110 L110 L110 Task **TOTAL Timekeeper 07049** TOTAL Timekeeper 15369 Phtask_Task_Code L110 Totals Billed Billed Billed Billed Billed Billed Billed WIP Stat Billable Billable Billable Billable Billable Billable Billable 7262160 7254937 Prebill/Bill# Billable 7254937 7165900 7282233 7282229 To Bill Hours 0.00 0.00 0.0 0.00 0.00 0.00 0.00 0.00 0.00 0.00 To Bill Value Billed Hours 16.80 15.30 0.50 0.30 0.30 0.50 0.20 0.20 0.10 0.50 Billed Value * \$8,706.50 \$8,414.00 \$257.50 \$115.00 \$287.50 \$115.00 \$70.50 \$70.50 \$57.50

Discuss research projects and initial disclosures

Client 4:45 PM 12/27/2006 WIP Included: Unbilled, Billed Time Included: Billable, NonBillable, Accountable

Time #

Post Date

Phase

Task

WIP Stat

Prebill/Bill#

To Bill Hours

To Bill Value

Billed Hours

Billed Value *

0.50

\$257.50

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Time Detail by Matter

Page: 5

Report: _TIME309

23859800

10/3/2005

10/31/2005

L100

L120

Billed

Billable

0.00

7172675

Page 19 of 49 in ekeeper Case 4:05-cv-03526-SBA Document 103 Filed 12/28/06 re Rule 56(f) applications (.2). summary judgment motion. PSI's price zones. Review new Supreme Court Robinson-Patman case (Reeder-Simco) Review research/case law re "functional availability" defense Memo to client re timing summary judgment motion (.3); review Judge Armstrong's opinions Review client materials to use in response to discovery requests and for possible use on Discuss discovery plan and legal authorities provided by plaintiffs counsel Review preliminary research re enforceability of consequential damage waiver (.7); discuss Robinson-Patman authority cited in Durham email (.4). Discuss proposed discovery requests Review pricing documents for possible production and to verify lack of Valero stations in Tran Date

12/28/2005

1/3/2006

L100

L120

Billed

Billable

0.00

0.50

\$257.50

7189875

24096347

10/25/2005

10/31/2005

L100

L120

Billed

Billable

0.00

0.50

\$257.50

7172675

23860717 10/4/2005

10/31/2005

L100

L120

Billed

Billable

0.00

1.10

\$566.50

7172675

23863336

Correspondence with client re possible expert issues

24665869

6/6/2006

6/22/2006

L100

L120

Billed

Billable

0.00

0.40

\$230.00

7253196

Review pricing and credit card information for use in possible summary judgment motion

5/16/2006

5/30/2006

L100

L120

Billed

Billable

00

2.80

\$1,610.00

7237358

24437136 3/7/2006

4/4/2006

L100

L120

Billed

Billable

0.00

2.30

\$1,322.50

7229126

24208212 1/11/2006

2/1/2006

L100

L120

Billed

Billable

0.00

0.50

\$287.50

7200220

24186141

1/5/2006

2/1/2006

L100

L120

Billed

Billable

0.00

3.10

\$1,782.50

7200220

24601277

5/23/2006

5/30/2006

L100

L120

Billed

Billable

0.00

2.10

\$1,207.50

7237358

24601461

Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

12/27/2006

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Time Detail by Matter

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

Tran Date					Billable				
Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
6/7/2006	6/22/2006	L100	L120	Billed	Billable	0.00		0.50	\$287.50
24665935					7253196				
Correspondence intrastate fuel pro	re potential witnes	sses/evidence	re price zon	es, network issu	es and				
6/12/2006	6/22/2006	L100	L120	Billed	Billable	0.00		0.40	\$230.00
24692528					7253196				
Review client's d	ocuments for poss	sible use as e)	khibits to sum	nmary judgment	motion.				
7/28/2006	8/1/2006	L100	L120	Billed	Billable	0.00		0.30	\$172.50
24824433					7254937				
Discuss case str	ategy with Karen T	Thompson.							
9/21/2006	10/3/2006	L100	L120	Billed	Billable	0.00		0.50	\$287.50
25064710					7282229				
Review correspo	ndence re proposi	ed expert exte	nsion and re	spond.					
9/29/2006	10/3/2006	L100	L120	Billed	Billable	0.00		0.10	\$57.50
25064896					7282229				
Follow up re Kare	en Thompson que	stion regardin	١	J					
10/25/2006	11/1/2006	L100	L120	Billed	Billable	0.00		0.50	\$287.50
25165603					7282233				
Conference call v	with client re case	strategy.							
			TOTAL 1	Timekeeper 070	49	0.00		16.60	\$9,359.00
9/9/2005	10/3/2005	L100	L120	Billed	Billable	0.00		0.40	\$94.00
23681276					7165900				
Conference with	B. Phelps re: case	strategy.							
9/29/2005	10/3/2005	L100	L120	Billed	Billable	0.00		1.00	\$235.00
23760958					7165900				
Review complain	t and R. Phelps er	mails with clie	nt, and confe	r with R. Phelps	re: initial legal				
10/3/2005	10/11/2005	L100	L120	Billed	Billable	0.00		2.90	\$681.50
23781711					7172675				
	Tran Date Time # 6/7/2006 24665935 Correspondence intrastate fuel pro 6/12/2006 24692528 Review client's d 7/28/2006 24824433 Discuss case str. 9/21/2006 25064710 Review correspo 9/29/2006 25064896 Follow up re Karr 10/25/2006 25165603 Conference call v 9/9/2005 23760958 Review complain research and dis 10/3/2005 23781711	Tran Date Time # Post Date 6/7/2006 6/22/2006 24665935 Correspondence re potential witne intrastate fuel production. 6/12/2006 6/22/2006 24692528 Review client's documents for poss 7/28/2006 8/1/2006 24824433 Discuss case strategy with Karen 1 9/21/2006 10/3/2006 25064710 Review correspondence re proposs 9/29/2006 10/3/2006 25064896 Follow up re Karen Thompson que 10/25/2006 11/1/2006 25165603 Conference call with client re case 9/9/9/2005 10/3/2005 23681276 Conference with B. Phelps re: case 9/29/2005 10/3/2005 23760958 Review complaint and R. Phelps er research and discovery strategy. 10/3/2005 10/11/2005 23781711	Tran Date Time # Post Date Phase 6/7/2006 6/22/2006 L100 24665935 Correspondence re potential witnesses/evidence intrastate fuel production. 6/12/2006 6/22/2006 L100 24692528 Review client's documents for possible use as e: 7/28/2006 8/1/2006 L100 24824433 Discuss case strategy with Karen Thompson. 9/21/2006 10/3/2006 L100 25064710 Review correspondence re proposed expert exte 9/29/2006 10/3/2006 L100 25064896 Follow up re Karen Thompson question regardin 10/25/2006 11/1/2006 L100 25165603 Conference call with client re case strategy. 9/9/2005 10/3/2005 L100 23681276 Conference with B. Phelps re: case strategy. 9/29/2005 10/3/2005 L100 23760958 Review complaint and R. Phelps emails with clieresearch and discovery strategy. 10/3/2005 L100 23781711	Tran Date Time # Post Date Phase Task 677/2006 6/22/2006 L100 L120 24665935 Correspondence re potential witnesses/evidence re price zon intrastate fuel production. 6/12/2006 6/22/2006 L100 L120 24692528 Review client's documents for possible use as exhibits to sun 7/28/2006 8/1/2006 L100 L120 24824433 Discuss case strategy with Karen Thompson. 9/21/2006 10/3/2006 L100 L120 25064710 Review correspondence re proposed expert extension and re 9/29/2006 10/3/2006 L100 L120 25064896 Follow up re Karen Thompson question regarding 10/25/2006 11/1/2006 L100 L120 25165603 Conference call with client re case strategy. 10/25/2005 10/3/2005 L100 L120 23681276 Conference with B. Phelps re: case strategy. 9/29/2005 10/3/2005 L100 L120 23760958 Review complaint and R. Phelps emails with client, and conferesearch and discovery strategy. 10/3/2005 L100 L120 23781711	Tran Date Time # Post Date Phase Task WIP Stat 6/7/2006 6/22/2006 L100 L120 Billed 24665935 Correspondence re potential witnesses/evidence re price zones, network issuintrastate fuel production. 6/12/2006 6/22/2006 L100 L120 Billed 24692528 Review client's documents for possible use as exhibits to summary judgment 7/28/2006 8/1/2006 L100 L120 Billed 24824433 Discuss case strategy with Karen Thompson. 9/21/2006 10/3/2006 L100 L120 Billed 25064710 Review correspondence re proposed expert extension and respond. 9/29/2006 10/3/2006 L100 L120 Billed 25064896 Follow up re Karen Thompson question regarding 10/25/2006 11/1/2006 L100 L120 Billed 25165803 Conference call with client re case strategy. 10/25/2005 11/3/2005 L100 L120 Billed 23681276 Conference with B. Phelps re: case strategy. 9/29/2005 10/3/2005 L100 L120 Billed 23760958 Review complaint and R. Phelps emails with client, and confer with R. Phelps research and discovery strategy. 10/3/2005 L100 L120 Billed 23761711	Post Date Phase Task WIP Stat 2006 6/22/2006 L100 L120 Billed 55935 condence re potential witnesses/evidence re price zones, network issues te fuel production. L2006 6/22/2006 L100 L120 Billed 25228 client's documents for possible use as exhibits to summary judgment m 22006 8/1/2006 L100 L120 Billed 24433 case strategy with Karen Thompson. L2006 10/3/2006 L100 L120 Billed 24710 correspondence re proposed expert extension and respond. 22006 10/3/2006 L100 L120 Billed 24896 pre Karen Thompson question regarding 22005 10/3/2006 L100 L120 Billed 22005 10/3/2005 L100 L120 Billed	Billable Post Date Post Date Phase Task WIP Stat Prebil/Bill# To Bill - 2006 6/22/2006 L100 L120 Billed Billable 7253196 2006 6/22/2006 L100 L120 Billed Billable 7253196 2006 6/22/2006 L100 L120 Billed Billable 7253196 7253196 Client's documents for possible use as exhibits to summary judgment motion. 2006 8/1/2006 L100 L120 Billed Billable 7254937 10 case strategy with Karen Thompson. 2006 10/3/2006 L100 L120 Billed Billable 7282229 2007 2008 2009 Dire Karen Thompson question regarding 2009 TOTAL Timekeeper 07049 Dillable 7165900 716590	Billable Post Date Phase Post Date Phase Phase Phase Task WIP Stat Prabili/Bill# To Bill Hours 7283196 0.00 72838 2006 6/22/2006 L100 L120 Billed Billable 7283196 7283196 0.00 7283196 0.00 7283196 0.00 7283196 0.00 7283196 0.00 7283196 0.00 7283196 0.00 7283196 0.00 7284337 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0	Billable Post Date Phase Task WIP Stat Preblii/Billiff To Bill Hours To Bill Value Billed

Research whether sophistication the parties to a contract negates allegations of unconscionability of adhesion contracts.

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Client 4:45 PM 12/27/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

hase 4:05-cv-03526 Code: L140 Hunter, F Matter OTimekeeper Document 103 Filed 12/28/06 Page 21 of Hunter, Donna F. Preliminary Privilege log creation Preliminary Privilege log creation Prepared selected documents for production Review authorities re: elements to show a price discrimination claim; confer with B. Phelps re: prove price discrimination or injury. Conference call with opposing counsel re: recent Ninth Circuit caselaw re: whether expert testimoney is required to show competitive impact; review email from opposing cousnel with caselaw; confer with B. Phelps re: same. next steps. Review treatises re: price discrimination to determine whether expert witnesses are used to Review opposing counsel's authority re: using experts for competitive impact analysis. Tran Date 9/27/2006 9/26/2006 9/18/2006 25069554 10/25/2005 23834903 10/24/2005 10/18/2005 25069639 25068439 23843151 23817163 23785029 10/4/2005 Post Date 10/28/2005 10/28/2005 10/28/2005 10/3/2006 10/3/2006 10/11/2005 10/3/2006 L100 L100 L100 L100 L100 L100 L100 Phase L140 L140 L140 L120 L120 L120 L120 Task TOTAL Timekeeper 02937 TOTAL Timekeeper 15369 Phtask_Task_Code L120 Totals Billed Billed Billed Billed Billed Billed Billed WIP Stat Billable Billable Billable Billable Billable Billable Billable 7282229 7282229 7282229 7172675 7172675 7172675 Billable 7172675 Prebill/Bill# To Bill Hours 0.00 0.00 0.00 0.00 0.00 0.00 . 8 0,0 0.00 0.00 To Bill Value Billed Hours 27.60 5.00 4.00 11.00 1.00 0.00 3.10 0.40 1.60 . 60 Billed Value * \$11,944.00 \$2,585.00 \$625.00 \$500.00 \$125.00 \$376.00 \$376.00 \$728.50 \$94.00

12482

Mayfield, Tim

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Client 4:45 PM 12/27/2006 Matter

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

Time Detail by Matter

Case 4:05-cv-03526-SBA Document 103 Filed 12/28/06 Page 22 of OTimekeeper Losh, Andrew J. Update and index Valero discovery binders Research MapInfo software, download and install software for R. Esmaili Database administration and end user assistance. Research documents in database and provide results to B. Trumbull Convert document production into PDF, burn to disk and deliver to R. Esmaili; prepare rough draft of privilege log and forward to R. Esmaili. Provide information to R. Esmaili and B. Patrick regarding access to databases for non-Pillsbury users. Communication with T. Haverfield-Schwartz to discuss conversion of Lotus Notes files. Discuss and deliver database specifications to T. Haverfield-Schwartz Time # Tran Date 10/16/2006 6/20/2006 3/23/2006 10/25/2006 9/13/2006 24860161 7/25/2006 25155298 25131576 25003276 24757620 24434742 24165145 24165140 1/4/2006 1/3/2006 Post Date 10/30/2006 10/23/2006 9/15/2006 8/1/2006 7/5/2006 2/1/2006 4/3/2006 2/1/2006 L100 L100 L100 L100 L100 L100 L100 L100 L140 L140 L140 L140 L140 L140 L140 L140 TOTAL Timekeeper 12482 Phtask_Task_Code L140 Totals Billed Billed Billed Billed Billed Billed Billed Billed WIP Stat Billable Billable Billable Billable Billable Billable Billable Billable 7218756 Billable Prebill/Bill# 7254937 7200220 7282229 7253196 7200220 7282233 7282233 To Bill Hours 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 To Bill Value Billed Hours 0.00 0.00 0.50 0.00 8.00 3.00 1.25 0.25 0 8 . 00 Billed Value * \$1,225.00 \$600.00 \$250.00 \$100.00 \$200.00 \$50.00

Phtask_Task_Code: L160

⁰⁷⁰⁴⁹ Phelps, Robert C.

WIP included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

Client										
Matter	Tran Date					Billable				
o∏imekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	12/15/2005	1/3/2006	L100	L160	Billed	Billable	0.00		0.20	\$103.00
23	24093887					7189875				
je i	Correspondence	Correspondence re ADR order and CMC statement.	d CMC state	ment.						
Pag	12/21/2005	1/3/2006	L100	L160	Billed	Billable	0.00		0.30	\$154.50
F	24095839					7189875				
06	Correspondence	Correspondence with PSI's counsel re court request regarding ADR order.	el re court re	quest regardi	ng ADR order.					
28/	1/9/2006	2/1/2006	L100	L160	Billed	Billable	0.00		0.10	\$57.50
2/2	24207657					7200220				
d 1	Review order re	Review order re magistrate judge reference	reference.							
iled	1/10/2006	2/1/2006	L100	L160	Billed	Billable	0.00		0.10	\$57.50
Fi	24207946					7200220				
03	Review order re	Review order re referral to Magistrate Chen for settlement proceedings	ate Chen for	settlement p	roceedings.					
10	2/1/2006	3/1/2006	L100	L160	Billed	Billable	0.00		0.60	\$345.00
ent	24299662					7208160				
ime	Correspondence	Correspondence re mediation; correspondence with client re same.	respondence	with client re	same.					
)C U	2/2/2006	3/1/2006	L100	L160	Billed	Billable	0.00		0.40	\$230.00
Do	24299825					7208160				
BA	Correspondence conference.	Correspondence with mediator re preliminary issues; review court order re pre-mediation conference.	preliminary is	sues; review	court order re p	e-mediation				
SE	2/7/2006	3/1/2006	L100	L160	Billed	Billable	0.00		0.20	\$115.00
26-	24301895					7208160				
35	Correspondence	Correspondence from mediator re timeline for voluntary ADR sessions	timeline for v	oluntary ADF	sessions.					
7-0 3	4/28/2006	5/1/2006	L100	L160	Billed	Billable	0.00		0.20	\$115.00
-CV	24516989					7229126				
05	Conference call	Conference call with court appointed mediator re status of case	ed mediator r	re status of ca	156 .					
4:	5/4/2006	6/1/2006	L100	L160	Billed	Billable	0.00		0.90	\$517.50
ıse	24636971					7237358				
Ca	Conference call of follow up regards	Conference call with court mediator (0.5); correspondence with client regarding same (0. follow up regarding proposed mediation dates (0.2).	r (0.5); corre	spondence w 0.2).	ith client regardi	ng same (0.2);				
	5/10/2006	5/26/2006	L100	L160	Billed	Billable	0.00		0.40	\$230.00
	24596126					7237358				

Correspondence with Durham and mediator re mediation deadline.

12/27/2006 WIP Included: Unbilled, Billed

Pillsbury Winthrop Shaw Pittman LLP

Time Included: Billable, NonBillable, Accountable

Time Detail by Matter

Page: 10

Report: _TIME309

Client OTimekeeper Matter Case 4:05-cv-03526-SBA Document 103 Page 24 of Filed 12/28/06 Correspondence from mediator (.1); draft mediation statement (1.0). Review court notice re mediation and final version of stipulation regarding mediation date Telephone conference Durham re mediation issues (.3); review correspondence re same (.2); telephone conference (2) Steven Goldstein re mediation (.3). Correspondence with client re mediation (.1); correspondence with Durham re same (.1). Review order re settlement conference (.2); memo to client re same (.2) Review order re settlement conference. Tran Date 11/6/2006 9/26/2006 9/25/2006 9/14/2006 11/8/2006 25283401 25270062 25048474 24749615 6/27/2006 25048243 25070224 24755692 6/26/2006 Post Date 12/1/2006 9/29/2006 12/1/2006 9/29/2006 10/3/2006 7/5/2006 7/5/2006 From Transaction Date 8/1/2005 To Transaction Date 12/20/2006 L100 L100 L100 L100 L100 L100 L100 Phase L160 L160 L160 L160 L160 L160 L160 Task Billed Billed Billed Billed Billed Billed Billed WIP Stat Billable Billable Billable Billable Billable Billable 7290543 7290543 7282229 7282229 7282229 7253196 Billable Prebill/Bill# Billable 7253196 To Bill Hours 0.00 0.00 0.00 0.00 0.00 0.00 0.00 To Bill Value Billed Hours 0.20 3.60 1.10 0.80 0.20 0.40 0.20 Billed Value ' \$2,070.00 \$115.00 \$632.50 \$115.00 \$230.00 \$460.00 \$115.00

Telephone conference Karen Thompson re settlement issues (.1); review correspondence from Durham re same (.1).

TOTAL Timekeeper 07049

0.00

10.30

\$5,892.50

Review settlement letter from Durham.

11/20/2006

12/1/2006

L100

L160

Billed

Billable

0.00

0.20

\$115.00

7290543

Review order re mediation.

11/13/2006

12/1/2006

L100

L160

Billed

Billable

0.00

0.10

\$57.50

7290543

25270281

Attend mediation session.

11/9/2006

12/1/2006

L100

L160

Billed

Billable

00

0.10

\$57.50

7290543

25283635

Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

12/27/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

> Page: 11 Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

	Cas	se 4:05-cv	/- 0	3526-SBA	\	Docur	ne	nt	103	F	Filed 12	2/28	/06	Pa	ge	25	<mark>G</mark> 5369	07imekeeper 4	Matter
																	Esmaili, Ranah L.		
		Calls with court conference (.4); motions to begin the Robinson-Papricing-related d	25318512	Call to Judge Ar settlement cut-o administrative al certifications late 12/13/2006	25313218	Draft and revise conference (.7);	25303420	12/8/2006	Draft letter to Ma Phelps re: call la	25303434	statement (.4); review documvalero for privilege and respo	25195670	11/6/2006	Review plaintiffs mediation staten	25195697	11/3/2006		Time #	Tran Date
		Calls with court clerks at Judge Armstrong and Chen's chambers re: rescheduling settlemen conference (.4); confer with B. Phelps re: same (.2); confer with B. Phelps re: various pretria motions to begin preparing and to discuss potential motions in limine and jury instructions to the Robinson-Patman claim (.4); redact privileged documents in preparation to produce pricing-related documents in response to Court Order (.9).		Call to Judge Armstrong's chambers to determine whether proposed order to extend settlement cut-off has been signed (.3); email B. Phelps re: same (.1); review PSI's administrative application to file court reporter certifications (.2); research whether filing certifications late cures defect in authentication. (.8) 12/13/2006 12/18/2006 L100 L160 WIP Billable		Draft and revise stipulation and proposed order extending time to complete settlement conference (.7); confer with D. Durham re: approval of stipulation (.2); e-file same (.3). 12/12/2006 12/13/2006 L100 L160 WIP Billable		12/13/2006	Draft letter to Magistrate Chen re: continuing settlement conference (.5); emails with B Phelps re: call law clerk re: evidentiary objections (.2).		Valero for privilege and responsiveness to J. James' Sept. 18 order (4.5). 12/7/2006 12/13/2006 L100 L160 WIP Billable		11/8/2006	Review plaintiff's mediation statement (.3); research ADR Local Rules re: required contents mediation statements (.3); draft and revise defendants' mediation statement (2.5); incorporal R. Phaho', comments into same (.3)		11/8/2006		Post Date	
		mstrong and C elps re: same (discuss potent edact privilege onse to Court (ers to determin ((3); email B. ourt reporter ce uthentication. L100		oposed order or ham re: appro L100		L100	continuing set tiary objection:		provided by La eness to J. Jan L100		L100	าent (.3); resea ld revise defen ลา		L100		Phase	
	TOTAL	Chen's chant (2); confer vital motions d document order (.9).		e whether p Phelps re:: prtifications (.8) (.8)		extending ting ting the extending ting ting ting ting ting ting ting t		L160	tlement con s (.2).		tham and ones' Sept. 1	(1): revie	L160	ırch ADR Lo dants' medi		L160		Task	
Phtask_Task_	TOTAL Timekeeper 15369	bers re: rescheowith B. Phelps re in limine and jur ts in preparation		proposed order to same (.1); review (.2); research wh		me to complete s lation (.2); e-file s WIP		WIP	ference (.5); ema		ham and other documents provided by ss' Sept. 18 order (4.5). L160 WIP Billable	e and prepare to	Billed	ocal Rules re: rec lation statement		Billed		WIP Stat	
Phtask_Task_Code L160 Totals	369	duling settlement s: various pretrial y instructions for to produce		extend w PSI's nether filing Billable		settlement same (.3). Billable		Billable	ails with B.		provided by Billable	7290543	Billable	quired contents of (2.5); incorporate	7290543	Billable		Prebill/Bil#	Billable
5.20	5.20			1.90		1.40		1.20			0.70		0.00			0.00		To Bill Hours	
\$1,898.00	\$1,898.00			693.50		511.00		438.00			255.50							To Bill Value	
																		Billed Hours	
18.70	8.40			0.00		0.00		0.00			0.00		5.00			3.40		Hours	
\$8,958.50	\$3,066.00												\$1,825.00			\$1,241.00		Billed Value *	

Client 4:45 PM 12/27/2006

Matter

Pillsbury Winthrop Shaw Pittman LLP

Time Detail by Matter

Page: 12

Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Page 26 of 49 imekeeper Case 4:05-cv-03526-SBA Document 103 Filed 12/28/06 charts regarding same. Telephone call client's assistant regarding issue for answers (2) (0.4); revise answers and finalize for filing (1.1). Draft/revise "interested party" certifications (0.4); draft answer for Valero Marketing and Supply (2.1); revise Valero Refining Answer (0.6). Correspondence with client regarding "interested parties" certification; review organization Correspondence re extension of time to answer and information needed for answer. Correspondence with client re answer (.2); telephone conference Durham re same (.3). Telephone conference PSI counsel (.5); memo to client re same (.4). Waiver of service forms (.5); telephone conference Durham re same (.1). Revise answer (.4); telephone conference Karen Thompson re same (.3) Draft/revise answer to complaint Time # Tran Date 11/3/2005 10/28/2005 9/27/2005 9/26/2005 23963996 11/2/2005 10/27/2005 9/23/2005 9/15/2005 11/7/2005 23970873 23864311 23863846 23746460 23761406 23763990 Post Date 11/29/2005 11/29/2005 10/31/2005 10/31/2005 9/30/2005 12/1/2005 9/30/2005 10/3/2005 10/3/2005 L200 L200 L200 L200 L200 L200 L200 L200 L200 Phase L210 L210 L210 L210 L210 L210 L210 1210 L210 Task TOTAL Timekeeper 07049 Billed Billed Billed Billed Billed Billed Billed Billed Billed WIP Stat Billable Billable Billable Billable Billable Billable Billable 7183624 7183624 7172675 7172675 7165900 7165900 Billable 7165900 Billable 7165900 Prebill/Bill# Billable To Bill Hours 0.00 0.00 0.00 0.00 0.00 0.00 0.00 . 8 0.00 0.00 To Bill Value Billed Hours 10.00 0.20 3.10 0.50 0.90 2.00 0.50 0.60 0.70 1.50 Billed Value * \$5,150.00 \$1,596.50 \$1,030.00 \$772.50 \$103.00 \$257.50 \$257.50 \$463.50 \$309.00 \$360.50

15369

Esmaili, Ranah L.

Client 4:45 PM 12/27/2006 Matter WIP included: Unbilled, Billed

> Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

> > Page: 13

Report: _TIME309

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Philipsk_Task_Code: L230
Docum7049 Phelps, R O imekeeper Case 4:05-cv-03526-SBA Page 27 of Filed 12/28/06 Phelps, Robert C. Draft/revise joint case management conference statement (2.0); memo to client re same (.2); review draft Rule 26(f) statement (.2). Discuss approach to disputed facts in case management statement (.5); review draft ADR stipulation/order (.3); correspondence with PSI counsel re ADR (.2). Telephone conference Karen Thompson re issues for CMC statement and witness/document disclosures (.3); correspondence with Durham re further revisions to CMC statement draft (.6); review correspondence to client re ADR certification (.2). Review PSI's initial meet and confer re CMC and ADR issues (.3), draft response (.4). Correspondence re ADR certification (.5); review filing notice re same (.3) Draft and revise notice of appearance; confer with L. Pollitt re: same Review client comments on draft answer to complaint and related emails Time # Tran Date Research affirmative defenses to price discrimination claim 12/19/2005 12/13/2005 24098026 24097701 12/12/2005 24093543 12/6/2005 9/11/2005 24092679 23908251 11/7/2005 11/1/2005 12/1/2005 23897463 23681791 Post Date 11/29/2005 11/29/2005 1/3/2006 1/3/2006 10/3/2005 1/3/2006 1/3/2006 1/3/2006 L200 L200 L200 L200 L200 L200 L200 L200 Phase L230 L230 L230 L230 L210 L230 L210 L210 Task TOTAL Timekeeper 15369 Phtask_Task_Code L210 Totals Billed Billed Billed Billed Billed Billed Billed Billed WIP Stat Billable Billable Billable Billable 7189875 7189875 Billable 7189875 Billable 7189875 7189875 7183624 Billable 7183624 Billable 7165900 Prebill/Bill# Billable To Bill Hours 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.0 0.0 0.00 To Bill Value **Billed Hours** 11.80 0.80 1.10 0.70 0.40 0.40 2.40 .0 1.80 .6 Billed Value * \$1,236.00 \$5,573.00 \$412.00 \$515.00 \$566.50 \$360.50 \$423.00 \$235.00 \$94.00 \$94.00

Billed Value Column does not incorporate any premium or discount amount done at the time of billing

Client 4:45 PM 12/27/2006

> Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

> > Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Client Matter	Tran Date					Billable				
OTimekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of 4	12/22/2005	1/3/2006	L200	L230	Billed	Billable	0.00		2.20	\$1,133.00
28	24095935					7189875				
ige :	Work on joint ca	Work on joint case management conference statement and initial disclosures (1.2); review redrafts from PSI counsel (multiple) (1.0).	onference state) (1.0).	ement and in	itial disclosures	s (1.2); review				
Pa	12/23/2005	1/3/2006	L200	L230	Billed	Billable	0.00		1.80	\$927.00
6	24103274					7189875				
/28/0	Telephone confi report (.3); final 26(f) report (.2)	Telephone conference Durham (.4); review correspondence re case management conferen report (.3); final revisions to CMC report and initial disclosures (.9); memo to client re Rule 26(f) report (.2)); review corre eport and initi	spondence re al disclosures	e case manage (.9); memo to	ment conference client re Rule				
12	12/27/2005	1/3/2006	L200	L230	Billed	Billable	0.00		0.50	\$257.50
ed	24096190					7189875				
File	Review draft Rule 26(f) report.	le 26(f) report.								
3 1	12/28/2005	1/3/2006	L200	L230	Billed	Billable	0.00		0.20	\$103.00
L 0 3	24096295					7189875				
nt 1	Review/revise R	Review/revise Rule 26(f) report (.1); memo to client re filing (.1).); memo to clic	ent re filing (.1	.					
ner	1/4/2006	2/1/2006	L200	L230	Billed	Billable	0.00		1.70	\$977.50
cun	24185902					7200220				
Doo	Prepare for case (.2); correspond	Prepare for case management conference (1.1); review order from court re change of date (.2); correspondence with opposing counsel re same (.4).	ference (1.1); g counsel re sa	review order ame (.4).	from court re cl	hange of date				
A	1/5/2006	2/1/2006	L200	L230	Billed	Billable	0.00		0.50	\$287.50
SBA	24186100					7200220				
6-S	Attend case man	Attend case management conference.	nce.							
3526				TOTAL T	TOTAL Timekeeper 07049)49	0.00		12.90	\$6,775.50
	Esmaili, Ranah L.									
5- c	12/5/2005	12/20/2005	L200	L230	Billed	Billable	0.00		0.50	\$117.50
1:0	24012058					7189875				
se 4	Review case management confer with B. Phelps re: same.	Review case management conference statement in preparation for call with K. Thompson; confer with B. Phelps re: same.	nce statement	t in preparatio	n for call with k	<. Thompson;				
Ca	12/6/2005	12/20/2005	L200	L230	Billed	Billable	0.00		2.70	\$634.50
	24012059					7189875				
	Conference call	Conference call with K. Thompson and B. Phelps re: Conference call with K. Thompson and B. Phelps separately re: said conference and ADR nacket	and B. Phelps onfer with B. F	re: The helps separa	n and B. Phelps re: confer with B. Phelps separately re: same; draft ADR neon attaching same and ADR nacket	JIMI AUR				
					7					

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Matter

Tran Date

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

Time Detail by Matter

Post Date

12/20/2005

L200 Phase

L230

Billed

7189875 Billable Task

WIP Stat

Prebill/Bill# Billable

To Bill Hours

To Bill Value

Billed Hours

Billed Value *

<u>.</u>9

\$446.50

0.00

of imekeeper

Case 4:05-cv-03526-SBA Document 103 Filed 12/28/06 Page 29 of

Confer with B. Phelps re: case management conference statement and joint ADR certificate; 24020699 discovery schedule

12/20/2005

L200

L230

Billed

0.00

0.40

\$94.00

7189875 Billable 24018552 12/8/2005

confer with B. Phelps re: same; review opposing counsel emails re: ADR options and re: familiarity of facilities allowances and PSI allowance specifically for purposes of statement; Draft witness list for case management conference statement; confer with Roberto Barrantes

review emails from opposing counsel re: same.

L200

L230

12/20/2005

certification.

24026736

12/13/2005

2/20/2005

L200

L230

24031641

7189875 Billable

0.00

0.50

\$117.50

Billed

Confer with D. Durham re: CMC statement; confer with B. Phelps re: same and re: ADR

Billed

0.00

0.50

\$117.50

Billable 7189875

Confer with D. Durham (opposing counsel) re: joint ADR statement and case management . Phelps re: same; prepare joint

ADR statement for filing.

12/15/2005

12/20/2005

L200

L230

24037391

issues, including discovery schedule; confer further with B.

7189875 Billable

0.00

0.60

\$141.00

2.20 \$517.00

0.00

0.40 \$94.00

2.40

\$564.00

Durham to negotiate language of sections of joint statement; conferences with Theresa Haverfield-Schwartz and Barbara Trumble re: documents for initial disclosures; conferences Revise Joint CMC statement per K. Thompson comments; conferences with B. Phelps and D.

Confer with B. Phelps re: case management deadlines.

12/21/2005

12/23/2005

L200

L230

Billed

Billable

0.00

7189875

24056165

Confer with K. Thompson re: CMC statement; confer with B. Phelps re: same; draft and

Work with opposing counsel to revise joint ADR stipulation and proposed order and prepare

revise Rule 26(f) report.

12/19/2005

12/20/2005

L200

L230

Billed

7189875 Billable

24048418

12/20/2005

12/23/2005

L200

L230

Billed

0.00

7189875 Billable

24053561

with D. Durham re: ADR stipulation and proposed order.

Billed Value Column does not incorporate any premium or discount amount done at the time of billing

12/27/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

								1			
				7282233					25173822		
\$ 1,035.00	1.80		0.00	Billable	Billed	L240	L200	11/1/2006	10/12/2006		
				conference Blair sch re scope of	Telephone conference Karen Thompson re MPSI declaration (.2); telephone conference Blair Skellie re same (.2); continue drafting summary judgment papers (3.0); research re scope of test for "unfairness" under section 17200 in non-direct competitor cases (1.1).	SI declaration y judgment pa n-direct componic	mpson re MF ling summar 17200 in noi	rence Karen Tho .2); continue draft ss" under section	Telephone confe Skellie re same (test for "unfairner		Cas
				7282233					25164875		se 4
\$2,587.50	4.50		0.00	Billable	Billed	L240	L200	11/1/2006	10/11/2006		4:0
						t motion.	ary judgmen	Continue work on outline of summary judgment motion.	Continue work or		5-0
				7253196					24665907		CV-
\$747.50	1.30		0.00	Billable	Billed	L240	L200	6/22/2006	6/7/2006		03
				support summary	Work on draft summary judgment motion/outline (1.1); collect documents to support summary judgment theories (2.1).	ne (1.1); collec	motion/outlir	mmary judgment s (2.1).	Work on draft summary judgment theories (2.1)		526
				7237358					24635581		-SI
\$1,840.00	3.20		0.00	Billable	Billed	L240	L200	6/1/2006	5/11/2006		ЗА
										Phelps, Robert C.	07049
										Code: L240	Phesk_Task_Code: L240
\$10,456.00	28.20		0.00	Phtask_Task_Code L230 Totals	Phtask_Task_C						men
\$3,000.30	15.50		0.00	906	OTAL TimeReeper 15369	į.					t 10
42 520 50 50 50	15.20		3	Ď	Timokoonor 453	TOTAL)3
				issues; ; client's	Conference with R. Phelps re: case management conference and discovery issues; conferences with T. Haverfield-Schawartz (Valero) and T. Mayfield re: getting client's documents for review and production.	ent conferenc lero) and T. M	ie managem hawartz (Val ion.	Conference with R. Phelps re: case m conferences with T. Haverfield-Schaw documents for review and production.	Conference with conferences with documents for re		B File
				7200220					24115145		ed
\$320.00	1.00		0.00	Billable	Billed	L230	L200	2/1/2006	1/3/2006		12
				D. Durham and	Finalize and prepare to e-file joint case management statement; confer with D. Durham and B. Phelps re: same.	jement statem	case manag	pare to e-file joint ne.	Finalize and prepar B. Phelps re: same		2/28/
				7189875					24064530		'06
\$141.00	0.60		0.00	Billable	Billed	L230	L200	12/23/2005	12/23/2005		P
				ing counsel and stipulation and	Revise drafts of case management conference statement; confer with opposing counsel and R. Phelps re: same and re: judge's request for electornic version of joint ADR stipulation and proposed order	statement; c electomic vei	nt conference s request for	case managemer me and re: judget	Revise drafts of R. Phelps re: sar proposed order.		age
				7189875					24062493		30
\$376.00	1.60		0.00	Billable	Billed	L230	L200	12/23/2005	12/22/2005		of
Billed Value *	Billed Hours	To Bill Value	To Bill Hours	Prebill/Bill#	WIP Stat	Task	Phase	Post Date	Time #	er	o√imekeep
				Billable					Tran Date		Matter
											Client

Review recent section 17200 cases re test for "unfairness" in non-consumer/non-competitor cases (1.3); revise section of brief to incorporate research results (.5).

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Time Included: Billable, NonBillable, Accountable

Time Detail by Matter

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Page: 17

Report: _TIME309

Matter	Tran Date					Rillable				
o∏imekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	10/17/2006	11/1/2006	L200	L240	Billed	Billable	0.00		2.10	\$1,207.50
31	25173971					7282233				
ge :	Continue work o	Continue work on summary judgment motion (1.5); review drafts of latest MPSI declaration and supporting materials (4); correspondence re same (2)	nent motion (1.	5); review dra	afts of latest MF	SI declaration				
Pa	10/18/2006	11/1/2006	L200	L240	Billed	Billable	0.00		2.50	\$1,437.50
6	25174260					7282233				
28/0	Continue drafting correspondence	Continue drafting summary judgment papers (1.4); draft Blair Skellie declaration (.9); correspondence with Ms. Skellie re same (.2).	ent papers (1.ee same (.2).	4); draft Blair	Skellie declara	tion (.9);				
2/2	10/19/2006	11/1/2006	L200	L240	Billed	Billable	0.00		4.90	\$2,817.50
d 1	25165250					7282233				
iled	Continue work or	Continue work on summary judgment motion	ent motion.							
F	10/23/2006	11/1/2006	L200	L240	Billed	Billable	0.00		4.80	\$2,760.00
03	25165299					7282233				
: 10	Continue drafting	Continue drafting summary judgment papers and supporting documents.	ent papers and	d supporting o	documents.					
ent	10/25/2006	11/1/2006	L200	L240	Billed	Billable	0.00		4.40	\$2,530.00
ıme	25165622					7282233				
ocu	Continue revision telephone confer	Continue revisions to summary judgment papers (3.8); revise Skellie declaration (.3); telephone conference Karen Thompson re same (.1); review final MPSI declaration (.2).	dgment papers ոpson re same	(3.8); revise (.1); review (Skellie declara final MPSI decl	ition (.3); aration (.2).				
C	10/26/2006	11/1/2006	L200	L240	Billed	Billable	0.00		5.50	\$3,162.50
ЗА	25165686					7282233				
6-SE	Continue drafting/revising summary judgment papers and supporting declarations (5.3); review correspondence from MPSI re declaration (.2).	/revising summar	y judgment pa l re declaratior	pers and sup	porting declara	itions (5.3);				
520	10/27/2006	11/1/2006	L200	L240	Billed	Billable	0.00		4.50	\$2,587.50
03	25165701					7282233				
CV-	Revise/finalize su	Revise/finalize summary judgment papers	papers.							
5-0	10/30/2006	11/1/2006	L200	L240	Billed	Billable	0.00		0.20	\$115.00
4:0	25174616					7282233				
se 4	Telephone confe	Telephone conference Durham and follow up re motion calendaring issue	d follow up re	motion calend	daring issue.					
as	11/1/2006	12/1/2006	L200	L240	Billed	Billable	0.00		0.10	\$57.50
C	25269851					7290543				
	Review order re summary judgment hearing date	summary judgmer	nt hearing date	,-						
	11/3/2006	12/1/2006	L200	L240	Billed	Billable	0.00		0.50	\$287.50
	25269991					7290543				
	Review Durham letter and attached documents re possible request for judicial notice re	etter and attached	d documents r	e possible re	quest for judicia	al notice re				
	valend instituting output (for section 2 1200 junistication point).	מושמו (וטו פסרווטוי	2 IZUU JUI SUI	alon pointy.						

Tran Date

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Time Detail by Matter

Page: 18

Report: _TIME309

Post Date

Phase

Task

WIP Stat

Prebill/Bill# Billable

To Bill Hours

To Bill Value

Billed Hours

Billed Value *

0.20

\$115.00

0.00

11/21/2006

12/1/2006

L200

L240

Billed

7290543 Billable

25275121

Document 103 Filed 12/28/06

Correspondence re filing MPSI documents under seal as part of PSI response to summary judgment motion.

12/1/2006

L200

L240

Billable

0.00

5.70

\$3,277.50

7290543

11/27/2006 25277780

Review PSI's response to summary judgment motion and supporting papers (1.4); begin drafting reply (1.9); research re jurisdictional and damage authorities cited by PSI (2.2); correspondence with client re summary judgment filing (.2).

12/1/2006

L200

11/28/2006

25275235

Billed

Billable

0.00

6.50

\$3,737.50

7290543

L240

Continue review papers filed by PSI in opposition to summary judgment motion (1.4); discuss

strategy for reply (.2); begin research and drafting reply papers (4.9).

L240

11/29/2006

12/1/2006

L200

25275402

Billed

Continue drafting/revision summary judgment reply and supporting papers (5.7); telephone conference Marshall Wells (MPSI counsel) re motion to seal MPSI documents filed with Court

Billable

7290543

5.90

\$3,392.50

0.00

5.20 \$2,990.00

7290543

Continue draft/revise reply re summary judgment motion (3.5); review transcript of Ben-Zion expert deposition for possible use in reply (1.6); review order re filing MPSI documents under Billed

TOTAL Timekeeper 07049

. 00

Billable

0.00

63.80

\$36,685.00

2.50

\$912.50

Case 4:05-cv-03526-SBA

25078126

10/2/2006

10/9/2006

L200

L240

Billed

Billable

0.00

7282233

Esmaili, Ranah L.

seal (.1)

11/30/2006

12/1/2006

L200

L240

1.70 \$620.50

0.00

0.40

\$146.00

Calls to M. Wells re: MPSI declaration (.2); calls and emails with B. Phelps re: same (.2) 7282233 Revise MPSI declaration to incorporate B. Phelps' comments; send to K. Thompson and Marshall Wells; review MPSI price zone maps in our document production; email to B.

frumbell re: whether the maps are from 2003.

10/9/2006

L240

Billable

25081021

10/5/2006

25078200 10/3/2006

10/9/2006

L200

L240

Billed

Billable

0.00

7282233

Draft MPSI declaration in support of motion for summary judgment based on MPSI PZS manual and notes from calls with M. Wells.

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

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Report: _TIME309

* Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Case	4:0)5-c	v-0	35	26-SBA	Do	ocı	ument 103	F	File	d 12/2	8/0	16	Page	33	of	o√imekeeper 4	Matter
25129367 Call with M. Wel	10/20/2006	Confer with B. T Wells to discuss	25129390	10/19/2006	Revise and sendemails with M. Vernalis with M. Vernalis with medium enclosing revise Trumbell re: san Trumbell re: san Phelps and L. P	25131300	10/17/2006	Calls with A. Gavin ar split (1.2); calls with A Phelps re: same and CD onto desktop com CD (.5); review MPSI prefer to be deposed	25131458	10/16/2006	Calls with M. W (.2); revise and re: Shimek and Partick to head i	25106817	10/13/2006	Conference call calls with B. Ph revise declaration (4)	25086630	10/6/2006	Time #	Tran Date
7282233 25129367 Call with M. Wells re: MPSI declaration (.4); call to B. Phelps re: same (.1); emails with B. Phelps re: direct-sumplied dealers (.2): review draft motion for summers indement and make	10/24/2006	Confer with B. Trumbell re: Shimek and Trimble depositions (.1); calls and emails with M Wells to discuss MPSI declaration (.2).		10/24/2006	Revise and send to M. Wells revised MPSI declaration (.6); call to M. Wells re: same (.2); emails with M. Wells to set up conference call to discuss same (.2); draft cover letter enclosing revised transcript to C. Sperry and K. Thompson and send same (.4); email B. Trumbell re: same (.1); draft letter to A. Gavin enclosing MPSI deliverable CD and email B Phelps and L. Pollit re: same (.5).		10/24/2006	Calls with A. Gavin and M. Wells regarding MPSI declaration and whether price zone was split (1.2); calls with A. Gavin re: locating MPSI CD and price zone maps on CD (.2); email Phelps re: same and price and price zone maps on CD (.1); load MPCD onto desktop computer and work with B. Patrick and T. Mayneld to load software to view CD (.5); review MPSI CD (.5); call with M. Wells re: whether MPSI would appear at trial or prefer to be deposed and email B. Phelps re: same (.3).		10/16/2006 10/24/2006 L200 L240 Billed	Calls with M. Wells re: MPSI declaration and production (.3); confer with B. Phelps re: same (.2); revise and serve expert disclosures (.3); review and respond to emails from B. Trumbel re: Shimek and Trimble depositions (.3); review and send additional Latham productions to Partick to load into Concordance for review and potential production (.2)		10/16/2006	Conference calls with M. Wells to discuss revisions to declaration of R. Gardner (MPSI) (.5) calls with B. Phelps re: same (.2); call with R. Barrantes re: Luis Valencia deposition (.1); revise declaration and send to B. Phelps (2.3); review MPSI production for price zone maps (4)		10/9/2006	Post Date	
ation (.4); call to	L200	(and Trimble c		L200	ed MPSI decla ference call to sperry and K. T to A. Gavin end		L200	egarding MPSI ocating MPSI ocating MPSI ocating MPSI of the months of th		L200	ration and prosures (.3); review and review		L200	discuss revisio call with R. Ba helps (2.3); re		L200	Phase	
o B. Phelps re	L240	lepositions (.1		L240	ration (.6); cal discuss same hompson and closing MPSI		L240	D and price: CD and price: ick and T. Ma e: whether MI ne (.3).		L240	duction (.3); c iew and respo and send addit		L240	ns to declarat rrantes re: Lui view MPSI pr		L240	Task	
e: same (.1); er	Billed); calls and en		Billed	I to M. Wells ru (.2); draft covus send same (.) deliverable CE		Billed	nd whether prizone maps on yneld to load s		Billed	onfer with B. Fond to emails from Latham		Billed	iion of R. Gard is Valencia de oduction for p		Billed	WIP Stat	
7282233	Billable	nails with M.	7282233	Billable	e: same (.2); er letter 4); email B.) and email B.	7282233	Billable	ice zone was CD (.2); email B. (.1); load MPSI oftware to view ear at trial or	7282233	Billable	helps re: same rom B. Trumbell productions to B.	7282233	Billable	ner (MPSI) (.5); position (.1); rice zone maps	7282233	Billable	Prebill/Bill#	Billable
	0.00			0.00			0.00			0.00			0.00			0.00	To Bill Hours	
																	To Bill Value	
	2.00			0.30			2.00			2.80			1.30			3.50	Billed Hours	
	\$730.00			\$109.50			\$730.00			\$1,022.00			\$474.50			\$1,277.50	Billed Value *	

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Client										
Matter	Tran Date					Billable				
o∏imekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	10/23/2006	10/31/2006	L200	L240	Billed	Billable	0.00		4.60	\$ 1.679.00
34	25134820					7282233				
Page	Review and residiscovery letter uploaded into constant to the same with R. Ph	Review and respond to emails from D. Durham and to B. Phelps re: outstanding joint discovery letter (.3); email B. Patrick re: whether all documents from Latham have been uploaded into concordance (.2); review and redline MPSI's revised declaration and discuss same with B. Phelns (.5); various calls with M. Wells to discuss MPSI declaration and to use	n D. Durham k re: whethe view and red	and to B. Phyrall documer ine MPSI's re	elps re: outstants from Lathamevised declarations	ding joint have been on and discuss				
2/28/06	through MPSI P price zone maps emails from B. T email B. Phelps notice of (3): on	through MPSI PZS CD and locate price zone maps on CD (9); work with MPSI Map to locate price zone maps (.7); calls and emails with A. Gavin re: MPSI CD and declaration (.3); review emails from B. Trumbell to confirm which alleged competitors are direct supplied dealers and email B. Phelps re: same (.3); review D. Durham emails re: documents he will seek judicial profice of (.3); confer with B. Phelps re: same and to nive comments on draft motion for	price zone m ails with A. G which allege which allege w D. Durhar	aps on CD (avin re: MPS avin re: MPS d competitor n emails re: c	9); work with Mi II CD and decla Is are direct supplications he was a focuments on draft	SI Map to locate ration (.3); review policed dealers and ill seek judicial				
d 12/	notice of (.3); co summary judgm judgment (.6).	notice of (.3); confer with B. Phelps re: same and to give comments on draft motion for summary judgment (.5); draft declaration of A. Gavin in support of motion for summary judgment (.6).	re: same an ration of A. C	d to give com savin in supp	nments on draft ort of motion for	motion for summary				
File	10/24/2006	10/31/2006	L200	L240	Billed	Billable	0.00		4.50	\$1,642.50
F	25162016					7282233				
ocument 103	Calls to A. Gavir research whether terms for same (2.2); email B. Ph. MPSI's final dec. Gavin declaratio Gavin re: email 1, 70ne (4).	Calls to A. Gavin re: finalizing declaration in support of motion for summary judgment (.2); research whether sophisticated business persons can claim unconscionability of contract terms for same (3.0); forward K. Thompson Court Order re: request for production nos. 64-65 (.2); email B. Phelps re: letter to M. Wells confirming MPSI's appearance at trial (.1); review MPSI's final declaration (.2); confer with M. Wells re: same (.1); revise and send B. Phelps A. Gavin declaration in support of motion for summary judgment (.3); emails and calls with A. Gavin re: email correspondence with MPSI and whether modifications we made to a price zone (.4)	aration in supsiness person Coulompson Coulo	port of motions gan claim in the Order returning MPSI's series same (whether mode whether mode).	n for summary junconscionabiliuncons	udgment (.2); ty of contract uction nos. 64-65 urial (.1); review end B. Phelps A. d calls with A. ade to a price				
Do	10/25/2006	10/31/2006	L200	L240	Billed	Billable	0.00		5.50	\$2,007.50
4	25161877					7282233				
03526-SB/	Research local r administrative ap stipulation and p testimonial exhit authenticating do (.3); organize ex	Research local rules governing administrative applications (1.0); draft and revise administrative application to file documents under seal (.7); draft and revise declaration, stipulation and proposed order in support of same (.8); locate and gather all documentary and testimonial exhibits in support of motion for summary judgment (2.2); confirm that all authenticating deposition testimony for documents were included as exhibits to declaration (.3); organize exhibits for declaration (.5).	ninistrative a cuments und upport of san otion for sum for documer n (.5).	oplications (1 er seal (.7); der seal (.7); der (.8); locate (.8); locate mary judgments were inclu	.0); draft and revise (raft and revise (and revise (a)) and gather all (2.2); confirm (2.2); ded as exhibits	vise declaration, documentary and that all to declaration				
CV-	10/26/2006	10/31/2006	L200	L240	Billed	Billable	0.00		5.30	\$1,934.50
5-0	25161867					7282233				
Case 4:0	Research wheth sealable (1.1); re declaration in su "under seal" vers how to file docun	Research whether documents designated confidential under protective order are properly sealable (1.1); revise administrative application to file documents under seal, as well as declaration in support of application and proposed order granting application (2.2); create "under seal" version of declaration in support of motion for summary judgment (.9); reseau how to file documents under seal (.7); confer with L. Pollitt and B. Phelps re: same (.3).	application in application in application in and propose in support of n support of 7); confer wit	lential under to file docume of the docume of order gran motion for su h L. Pollitt an	protective order sents under seal, ting application mmary judgmen d B. Phelps re:	are properly as well as (2.2); create nt (.9); research same (.3).				
	10/30/2006	10/31/2006	L200	L240	Billed	Billable	0.00		0.00	
	25161826 Research how to	seek extension of	motion curt-o	ff: draft anoli	cation and deck	7282233				
	Research how to	Research how to seek extension of motion cut-off; draft application and declaration in support of request for extension of motion cut-off	motion cut-o	ff; draft applic	cation and decla	ration in support				

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

	Case 4:05	5-cv-03526-	SBA Doc	ument 103	Filed 12/28/0	6 Page (35 of	Matter ⊙ ^T imekeeper
	Reviews to X.	Reviu Sumr plaini Seal; 12	Draft Provide (2.2)	Revide evide oppo	Mee judgi and i the Sale Sale proce	Drafi adm 11	10 2	Tran D Time#
	25326905 view Court's ord C. Thompson re	25295580 view deposition mmary judgmer intiff's evidence al; draft declara 12/14/2006	aft objections to dence in plaint 2); review judge 12/4/2006	252/3/4/ view plaintiffs' of dentiary object oosition to motion 12/1/2006	Meet with B. Phel judgment (.3); rev and take notes on the Supply or Equ Sales Guide (1.2) provisions of the c processing (1.7).	aft proposed or ministrative apr 11/28/2006 25274710	10/31/2006 25167704	Tran Date Time #
	25326905 Review Court's order granting defendants' motion for summary judgment; call with B. Phelps to K. Thompson re: same; confer with B. Phelps re: judgment and bill of costs. TOTAL Timekeeper 15369	2529580 Review deposition testimony to determine whether declarations in opposition of motion for summary judgment contradict prior testimony to create triable issue; revise objections to plaintiff's evidence; draft administrative application to file deposition transcript excerpts under seal; draft declaration, proposed order and notice of manual filing in support of same. 12/14/2006 12/18/2006 L200 L240 WIP Billable	Draft objections to plaintiff's evidence (2.5); draft summary of all mischaracterizations of evidence in plaintiff's opposition brief (1.1); draft and revise settlement conference statement (2.2); review judge's standing order re: settlement conference statements (.3). 12/4/2006 12/13/2006 L200 L240 WiP Billable	252/3/47 Zeyos43 Review plaintiffs' exhibits and declarations in opposition to motion for summary judgments for evidentiary objections; review all citations to exhibits cited in points and authorities in opposition to motion for accuracy. 12/1/2006 12/13/2006 L200 L240 WIP Billable	Meet with B. Phelps to discuss division of labor on reply in support of motion for summary judgment (.3); review opposition to motion for summary judgment and supporting documents and take notes on potential arguments and research questions (2.2); research whether under the Supply or Equipment Agreements notice is required to make changes to Credit Card Sales Guide (1.2); summarize same for use in reply brief (.5); research whether any provisions of the contracts expressly state that Valero is under no duty to use best and fastes processing (1.7). 11/30/2006 12/1/2006 L200 L240 Billed Billable	Draft proposed order granting request to extend motion cut-off (.4); Finalize and e-file administrative application to extend motion cut-off and supporting papers (.5). 11/28/2006 12/1/2006 L200 L240 Billed Billable 25274710	10/31/2006	Post Date
	ndants' motion ith B. Phelps	ermine wheth testimony to testimony to the testimony to the time application and notice the testing and notice the testing the	ce (2.5); draft ef (1.1); draft re: settlemer L200	arations in opp tations to exh	sion of labor or motion for su motion for su and resents and resents notice is not use in refer use in refly state that V	est to extend d motion cut-c L200	L200	Phase
	n for summar re: judgment TOTAL	er declaration create triable on to file deport of manual f	summary of and revise sunt conference	position to mulbits cited in p	on reply in summary judgr mmary judgr arch question equired to ma sply brief (.5); alero is under L240	motion cut-o off and suppo L240	L240	Task
Phtask_Task_Code L240 Totals	summary judgment; call w idgment and bill of costs. TOTAL Timekeeper 15369	ns in opposition of issue; revise obsition transcript saling in support of WIP	all mischaracteri ettlement confere statements (.3).	otion for summan points and autho WIP	pport of motion in ment and support is (2.2); research ake changes to (in the changes) in contract whether no duty to use Billed	ff (.4); Finalize a rting papers (.5) Billed	Billed	WIP Stat
ode L240 Totals	with B. Phelps 39	of motion for jections to excerpts under f same. Billable	izations of ence statement Billable	7290543 ry judgments for rities in Billable	for summary ting documents n whether under Credit Card er any best and fastest Billable	nd e-file Billable 7290543	Billable 7282233	Billable Prebill/Bill#
17.30	17.30	1.20	10.00	6.10	0.00	0.00	0.00	To Bill Hours
\$6,314.50	\$6,314.50	438.00	3,650.00	2,226.50				To Bill Value
111.90	48.10	0.00	0.00	0.00	4.90	5.90	0.90	Billed Hours
\$54,241.50	\$17 ,556.50				\$1,788.50	\$2,153.50	\$328.50	Billed Value *

Phtask_Task_Code: L250 07049 Phelps, Robert C.

4:45 PM 12/27/2006

WiP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Time Detail by Matter

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

Tran Date					Billable				
Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
1/6/2006	2/1/2006	L200	L250	Billed	Billable	0.00		0.30	\$172.50
24195114					7200220				
Review orders fr	om January 5, 200	6, case mana	gement confi	erence.					
9/13/2006	10/3/2006	L200	L250	Billed	Billable	0.00		3.60	\$2,070.00
25070014					7282229				
Work on summa	ry judgment motior								
9/14/2006	10/3/2006	L200	L250	Billed	Billable	0.00		2.20	\$1,265.00
25070345					7282229				
Continue drafting	g summary judgme	nt papers.							
9/15/2006	10/3/2006	L200	L250	Billed	Billable	0.00		1.40	\$805.00
25070542					7282229				
Research re "fail	lure to read" contra	ct issue relati	ng to PSI's "u	Inconscionability	/" defense to				
9/18/2006	9/19/2006	L200	L250	Billed	Billable	0.00		2.50	\$1,437.50
25014953					7282229				
Work on summa	ry judgment motion	٠							
9/19/2006	9/20/2006	L200	L250	Billed	Billable	0.00		5.40	\$3,105.00
25017319					7282229				
Continue drafting	j summary judgmei	nt papers.							
9/21/2006	10/3/2006	L200	L250	Billed	Billable	0.00		6.20	\$3,565.00
25064675					7282229				
Review deposito	n transcripts for tes	timony to use	in summary	judgment motio	ח				
9/25/2006	9/29/2006	L200	L250	Billed	Billable	0.00		1.40	\$805.00
25048369					7282229				
Continue work or	n summary judgme	nt motion.							
9/26/2006	9/29/2006	L200	L250	Billed	Billable	0.00		2.90	\$1,667.50
25048397					7282229				
Review Trimble	deposition (.8); cont	linue work on	summary jud	gment motion (2.1).				
9/27/2006	10/3/2006	L200	L250	Billed	Billable	0.00		3.50	\$2,012.50
25064765					7282229				
Work on summar	y judgment motion	•							
	Tran Date Time # 1/6/2006 24195114 Review orders fi 9/13/2006 25070014 Work on summa 9/14/2006 25070345 Continue draftin 9/15/2006 25070542 Research re "fail summary judgmm 9/18/2006 25014953 Work on summa 9/19/2006 25017319 Continue drafting 9/21/2006 25048369 Continue work or 9/26/2006 25048397 Review Trimble or 9/27/2006 25064765 Work on summal	Tran Date Time # Post Date 1/6/2006 2/1/2006 24195114 Review orders from January 5, 200 9/13/2006 10/3/2006 25070014 Work on summary judgment motior 9/14/2006 10/3/2006 25070542 Continue drafting summary judgme 9/15/2006 10/3/2006 25070542 Research re "failure to read" contra summary judgment motion. 9/18/2006 9/19/2006 25014953 Work on summary judgment motion 9/19/2006 9/20/2006 25017319 Continue drafting summary judgmen y/19/2006 25017319 Continue drafting summary judgmen y/21/2006 25048369 Continue work on summary judgmen y/25/2006 25048369 Continue work on summary judgmen y/26/2006 25048397 Review Trimble deposition (.8); cont y/27/2006 25064765 Work on summary judgment motion	Tran Date Time # Post Date Phase 1/6/2006 2/1/2006 L200 24195114 Review orders from January 5, 2006, case mana 9/13/2006 10/3/2006 L200 25070014 Work on summary judgment motion. 9/14/2006 10/3/2006 L200 25070345 Continue drafting summary judgment papers. 9/15/2006 10/3/2006 L200 25070542 Research re "failure to read" contract issue relatisummary judgment motion. 9/18/2006 9/19/2006 L200 25014953 Work on summary judgment motion. 9/19/2006 9/20/2006 L200 2504853 Work on summary judgment motion. 9/21/2006 10/3/2006 L200 25048369 Continue drafting summary judgment motion. 9/25/2006 9/29/2006 L200 25048397 Review Trimble deposition (.8); continue work on 9/27/2006 L200 25064765 Work on summary judgment motion.	Tran Date Time # Post Date Phase Task 1/6/2006 2/1/2006 L200 L250 24195114 Review orders from January 5, 2006, case management conf 9/13/2006 10/3/2006 L200 L250 25070014 Work on summary judgment motion. 9/14/2006 10/3/2006 L200 L250 25070345 Continue drafting summary judgment papers. 9/15/2006 10/3/2006 L200 L250 25070542 Research re "failure to read" contract issue relating to PSI's "Laurenty judgment motion. 9/18/2006 9/19/2006 L200 L250 25014953 Work on summary judgment motion. 9/19/2006 J20/2006 L200 L250 25017319 Continue drafting summary judgment papers. 9/21/2006 9/20/2006 L200 L250 25048369 Continue work on summary judgment motion. 9/26/2006 9/29/2006 L200 L250 25048397 Review Trimble deposition (.8); continue work on summary judgment motion. 9/27/2006 10/3/2006 L200 L250 25064765 Work on summary judgment motion. 9/26/2006 9/29/2006 L200 L250 25064765 Work on summary judgment motion.	Tran Date Time # Post Date Phase Task WIP Stat 1/6/2006 2/1/2006 L200 L250 Billed 24195114 2/1/2006 L200 L250 Billed 24195114 2/1/2006 L200 L250 Billed 25070014 10/3/2006 L200 L250 Billed 25070014 Work on summary judgment motion. 9/14/2006 L200 L250 Billed 25070345 Continue drafting summary judgment papers. 9/15/2006 L200 L250 Billed 25070542 Research re "failure to read" contract issue relating to PSI's "unconscionability summary judgment motion. 9/18/2006 L200 L250 Billed 25074953 9/19/2006 L200 L250 Billed 250143953 9/19/2006 L200 L250 Billed 25046359 9/29/2006 L200 L250 Billed 25048399 10/3/2006 L200 L250 Billed 25048397 9/29/2006 L200 L250 <td>Phase Task WIP Stat L200 L250 Billed 6, case management conference. L200 L250 Billed L200 L250 Billed t papers. L200 L250 Billed t issue relating to PSI's "unconscionability" L200 L250 Billed 1 papers. L200 L250 Billed 1 trootion. L200 L250 Billed 1 trootion. L200 L250 Billed 1 trootion. L200 Billed 1 trootion. L250 Billed</td> <td>Elilable L200 L250 Billed Frebili/Bill# L200 L250 Billed Billable 7200220 S. case management conference. L200 L250 Billed Billable 7282229 t papers. L200 L250 Billed Billable 7282229 t issue relating to PSI's "unconscionability" defense to L200 L250 Billed Billable 7282229 t issue relating to PSI's "unconscionability" defense to L200 L250 Billed Billable 7282229 trapers. L200 Billable 7282229 trapers. L200 Billable 7282229 trapers. Billable 7282229 trapers. Billable 7282229 trapers. L200 Billable 7282229 trapers. Billable 7282229</td> <td> Billable Phase Task WIP Stat Prebill/Bill# To Bill Hours </td> <td> Phase Task WIP Stat Problit/Bill# To Bill Hours To Bill Value Billed </td>	Phase Task WIP Stat L200 L250 Billed 6, case management conference. L200 L250 Billed L200 L250 Billed t papers. L200 L250 Billed t issue relating to PSI's "unconscionability" L200 L250 Billed 1 papers. L200 L250 Billed 1 trootion. L200 L250 Billed 1 trootion. L200 L250 Billed 1 trootion. L200 Billed 1 trootion. L250 Billed	Elilable L200 L250 Billed Frebili/Bill# L200 L250 Billed Billable 7200220 S. case management conference. L200 L250 Billed Billable 7282229 t papers. L200 L250 Billed Billable 7282229 t issue relating to PSI's "unconscionability" defense to L200 L250 Billed Billable 7282229 t issue relating to PSI's "unconscionability" defense to L200 L250 Billed Billable 7282229 trapers. L200 Billable 7282229 trapers. L200 Billable 7282229 trapers. Billable 7282229 trapers. Billable 7282229 trapers. L200 Billable 7282229 trapers. Billable 7282229	Billable Phase Task WIP Stat Prebill/Bill# To Bill Hours	Phase Task WIP Stat Problit/Bill# To Bill Hours To Bill Value Billed

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

C@F049 P+ Client Decument 103 Filed 12/28/06 Page 37 of ojimekeeper 4 Phelps, Robert C. Esmaili, Ranah L. Correspondence with PSI counsel re joint case management statement (.3); review Durham's initial draft statement (.5); correspondence with client re same (.2). Review file and pacer to determine number of discovery requests defendants and plaintiff propounded, number of discovery motions plaintiff brought and how many of these were unsuccessful, number of depositions defendants noticed and other facts for purpose of attorneys' fees application; draft insert to attorneys' fees application. Review price zone maps and related materials for MPSI declaration and review draft MPSI declaration (1.2); continue drafting summary judgment brief (2.6); review correspondence between PSI counsel and MPSI counsel re possible production of additional MPSI data (.2). Review client's comments on draft MPSI Declaration. facts need to be supported by additional declaration from Skellie (1.1). Continue drafting summary judgment brief (3.2); review Skellie deposition to determine what Research re 9th Circuit case law on "functional availability" defense. Time # Tran Date 24097055 12/19/2006 25338047 25173177 25172870 12/2/2005 10/3/2006 25172791 25064854 9/29/2006 10/2/2006 10/4/2006 Post Date 12/22/2006 11/1/2006 11/1/2006 11/1/2006 1/3/2006 10/3/2006 L300 L200 L200 L200 L200 L200 Phase L310 L250 L250 L250 Task L250 TOTAL Timekeeper 15369 TOTAL Timekeeper 07049 Phtask_Task_Code L250 Totals Billed ¥₽ Billed Biled Billed Billed WIP Stat Billable Billable Billable 7189875 Billable Billable 7282233 7282233 Billable Prebill/Bill# Billable 7282229 To Bill Hours 0.00 3.30 3.30 30 3.30 0.00 0.00 0.00 0.00 0.00 To Bill Value \$1,204.50 \$1,204.50 1,204.50 Billed Hours 39.80 39.80 1.00 0.00 0.00 0.10 4.00 4.30 2.00 Billed Value * \$22,885.00 \$22,885.00 \$2,300.00 \$2,472.50 \$1,150.00 \$515.00 \$57.50

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Client I 4:45 PM 12/27/2006

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

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Report: _TIME309

WIP Included: Unbilled, Billed Time Included: Billable, NonBillable, Accountable

Client										
Matter	Tran Date					Billable				
o∏imekeeper 4	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	12/29/2005	1/3/2006	L300	L310	Billed	Billable	0.00		2.00	\$1,030.00
38	24096519					7189875				
je :	Review initial dis	Review initial disclosure documents	ço							
'aç	1/4/2006	2/1/2006	L300	L310	Billed	Billable	0.00		1.10	\$632.50
F	24185934					7200220				
3/06	Review discovery reques disclosure materials (.6).	Review discovery requests from plaintiff (.5); discuss logistics for Valero production of initial disclosure materials (.6).	aintiff (.5); dis	cuss logistics	s for Valero proc	duction of initial				
/28	1/9/2006	2/1/2006	L300	L310	Billed	Billable	0.00		2.10	\$1,207.50
12	24207620					7200220				
iled	Review materials responses (1.0);	Review materials for response to discovery requests (1.0); begin drafting proposed responses (1.0); correspondence with Karen Thompson re contact information (.1).	iscovery requ vith Karen Tho	ests (1.0); be ompson re co	egin drafting pro	posed on (.1).				
F	1/11/2006	2/1/2006	L300	L310	Billed	Billable	0.00		0.80	\$460.00
03	24208131					7200220				
nt 1(Correspondence client (.6).	Correspondence with client re materials for discovery responses (.2); review documents fro client (.6).	erials for disco	very respon	ses (.2); review	documents from				
nei	1/17/2006	2/1/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
cur	24195332					7200220				
Ood	Review draft con	Review draft correspondence with client re document collection.	client re docu	ment collection	99					
С	1/24/2006	2/1/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
ВА	24196841					7200220				
-SI	Telephone confe	Telephone conference and follow-up re timing of discovery responses	up re timing of	discovery re	sponses.					
26	1/26/2006	2/1/2006	L300	L310	Billed	Billable	0.00		0.50	\$287.50
35	24197149					7200220				
/-0	Discuss status of	Discuss status of discovery responses and review correspondence with client re same.	ses and revie	w correspond	dence with clien	t re same.				
-C\	2/6/2006	3/1/2006	L300	L310	Billed	Billable	0.00		0.80	\$460.00
05	24300087					7208160				
4:	Conference call I	Conference call re mediation issues	.s							
ase	2/7/2006	3/1/2006	L300	L310	Billed	Billable	0.00		2.60	\$1,495.00
Ca	24301660					7208160				
	Review/revise dr commerce" defer	Review/revise draft responses to plaintiffs discovery requests; follow up re potential "in commerce" defense to Robinson-Patman claim; correspondence with client re same.	laintiffs discov atman claim;	ery requests corresponder	; follow up re ponce with client r	otential "in e same.				

Matter

Tran Date

Post Date

Phase

Task

WIP Star

Prebill/Bill# Billable

To Bill Hours

To Bill Value

Billed Hours

Billed Value *

5.90

\$3,392.50

2/28/2006

L300

L310

Billed

Billable

0.00

7208160

24286573 2/8/2006 4:45 PM

WIP included: Unbilled, Billed

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Time Detail by Matter

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Document 103 Filed 12/28/06

3/1/2006

Continue draft/revise discovery responses and review client's documents for possible use in

information for discovery responses; telephone conference Dave Williams re same. interrogatories and requests for admissions; telephone conference Elliot Bowytz re Draft/revise Valero Refining responses to document requests, interrogatories and requests for admissions; draft/revise Valero Marketing and Supply responses to document requests,

L300

L310

Billed

Billable

0.00

.1

\$632.50

7208160

discovery responses.

24286727

2/9/2006

2/28/2006

L300

Billed

0.00

3.30

\$1,897.50

7208160 Billable

2/15/2006 24300877

Review current drafts of discovery responses, proposed protective order and verification

2/21/2006 24287544

L300

L310

Billed

Billable

0.00

0.70

\$402.50

7208160

Discuss issues raised by PSI counsel re discovery responses; correspondence with Durham 2/28/2006

re same. 4/4/2006

5/1/2006

L300

L310

Billed

0.00

0.50

\$287.50

7229126 Billable

24520922

Review plaintiff's supplement to initial disclosure

4/5/2006

5/1/2006

L300

L310

Billed

Billable

0.0

0.50

\$287.50

7229126

24521056

Review PSI's second wave of discovery requests 5/1/2006 L300

L310

Billed

0.00

0.80

\$460.00

7229126 Billable

4/12/2006

24514602

Review PSI's draft joint letter brief re discovery motion (.5); work on Valero's inserts to joint

Case 4:05-cv-03526-SBA

brief (.3).

L300

L310

Billed

Billable

0. 80

1.0

\$632.50

7229126

5/1/2006

24514566 4/12/2006

Work on response to PSI's second wave of discovery requests.

L300 L310

5/1/2006

Billed

7229126 Billable

0.00

2.70

\$1,552.50

24516844 4/28/2006

Draft discovery requests (interrogatories and document requests) (2.0); work on responses to PSI's second round of discovery requests (.7).

Billed Value Column does not incorporate any premium or discount amount done at the time of billing

Report: _TIME309

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12/27/2006 4:45 PM WIP Included: Unbilled, Billed

> Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

> > Report: _TIME309

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Client										
Matter	Tran Date					Billable				
9.Timekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	5/1/2006	5/26/2006	L300	L310	Billed	Billable	0.00		3.20	\$1,840.00
40	24595805					7237358				
ge	Continued revie interrogatories a	Continued review of documents for use in interrogatory responses (1.1); drafted responses to interrogatories and document requests (set 2) (2.1).	r use in inter	rogatory resp (2.1).	onses (1.1); dra	fted responses to				
Pa	5/3/2006	6/1/2006	L300	L310	Billed	Billable	0.00		0.70	\$402.50
6	24636910					7237358				
3/0	Review/revise s	Review/revise supplemental discovery responses	very respons	jes.						
/28	5/10/2006	5/26/2006	L300	L310	Billed	Billable	0.00		0.70	\$402.50
12	24596165					7237358				
ed	Discuss follow u	Discuss follow up/supplementary discovery responses.	liscovery res	ponses.						
File	5/16/2006	5/30/2006	L300	L310	Billed	Billable	0.00		0.30	\$172.50
3	24601350					7237358				
103	Review third set	Review third set of interrogatories (0.2); correspondence with client regarding same (0.1	(0.2); corres _i	pondence wit	h client regardin	g same (0.1).				
nt 1	5/17/2006	5/30/2006	L300	L310	Billed	Billable	0.00		0.10	\$57.50
ner	24601403					7237358				
eun	Correspondence	Correspondence with client regarding volume information for interrogatory responses.	ing volume i	nformation for	r interrogatory re	sponses.				
000	5/22/2006	5/26/2006	L300	L310	Billed	Billable	0.00		0.80	\$460.00
C	24596916					7237358				
ВА	Review/revise su interrogatories.	Review/revise supplemental discovery responses and responses to third set of interrogatories.	ery respons	es and respo	nses to third set	of				
	5/24/2006	5/26/2006	L300	L310	Billed	Billable	0.00		0.50	\$287.50
526	24596965					7237358				
-03!	Review third doc (.3).	Review third document request (.2), correspondence with Durham re error in proof of service (.3).); correspond	dence with Du	ırham re error ir	proof of service				
-CV	5/24/2006	5/26/2006	L300	L310	Billed	Billable	0.00		0.90	\$517.50
05	24596990					7237358				
e 4:	Discuss issues fi supplemental dis	Discuss issues for meet and confer with PSI's counsel (.5); review further revisions to supplemental discovery responses (.4).	with PSI's c (.4).	ounsel (.5); r	eview further re	visions to				
as	5/31/2006	6/1/2006	L300	L310	Billed	Billable	0.00		1.10	\$632.50
C	24623683					7237358				
	Review/revise dr (0.4); discuss iss	Review/revise draft interrogatory responses (0.5); correspondence with client regarding same (0.4); discuss issues regarding "in competition" issue and MPSI price zone definitions (0.2).	sponses (0.5 competition"	5); correspondersuper and MF	dence with clien SI price zone d	t regarding same efinitions (0.2).				
	6/2/2006	6/22/2006	L300	L310	Billed	Billable	0.00		0.40	\$230.00
	24554498					/253196				

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Discuss revisions to interrogatory responses

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

Time Detail by Matter

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

lient										
Matter	Tran Date					Billable				
gTimekeeper 4	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	6/6/2006	6/22/2006	L300	L310	Billed	Billable	0.00		0.30	\$172.50
41	24665864					7253196				
je 4	Review corresp	Review correspondence from client re proposed revisions to discovery responses	it re proposec	d revisions to	discovery respo	nses.				
Pag	6/7/2006	6/22/2006	L300	L310	Billed	Billable	0.00		0.70	\$402.50
F	24665903					7253196				
06	Discuss and rev	Discuss and review revisions to interrogatory responses	terrogatory re	sponses.						
28/	6/12/2006	6/22/2006	L300	L310	Billed	Billable	0.00		0.60	\$345.00
2/2	24691051					7253196				
d 1	Review/revise s	Review/revise supplemental responses to discovery requests	nses to disco	very request						
ile	6/13/2006	6/22/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
Fi	24693592					7253196				
03	Review correspondent	Review correspondence from Durham re confidentiality designations	nam re confid	entiality desig	gnations.					
: 10	6/14/2006	6/22/2006	L300	L310	Billed	Billable	0.00		0.50	\$287.50
ent	24692644					7253196				
ıme	Review final sup	Review final supplemental responses.	šes.							
OCL	6/19/2006	6/28/2006	L300	L310	Billed	Billable	0.00		0.30	\$172.50
Do	24712968					7253196				
Δ.	Review new disa	Review new discovery request from PSI (.2); memo to client re same (.1).	n PSI (.2); me	emo to client	re same (.1).					
SBA	6/21/2006	6/28/2006	L300	L310	Billed	Billable	0.00		1.30	\$747.50
6-S	24713416					7253196				
352	Review new disa response to thire	Review new discovery requests (.3); review/revise privilege log (.6); review/revise draft response to third document request (.4).)); review/revi st (.4).	se privilege l	og (.6); review/re	vise draft				
/-0 ;	6/22/2006	6/28/2006	L300	L310	Billed	Billable	0.00		1.60	\$920.00
-CV	24713516					7253196				
4:05	Review price su and pending dis	Review price survey information supplied by client (.2); discuss status of outstanding requests and pending discovery letters (.3); conference call with client re same (.9); correspondence	pplied by clie conference c	ent (.2); discu all with client	ss status of outs re same (.9); ⇔	tanding requests rrespondence				
se	6/23/2006	6/23/2006 6/28/2006	L300	L310	Billed	Billable	0.00		0.50	\$287.50
Ca	24713711					7253196				
	Review price sur	Review price survey data from client.	킀							
	6/26/2006	7/5/2006	L300	L310	Billed	Billable	0.00		1.40	\$805.00
	24755505					7253196				
	Review pricing s data formats (.2)	Review pricing survey and related information from client (.8); memo to client re electronic data formats (.2); follow up re PSI request to change confidentiality classification for certain documents (.2); correspondence with PSI's counsel re disclosure of documents designated	information for equest to cha	om client (.8) ange confider	; memo to client ntiality classificat	re electronic ion for certain ts designated				
The state of the s	Connoental (.2).	<i>)</i> -								

Client 12/27/2006

Filed 12/28/06

Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Time Detail by Matter

Page 42 of 49 imekeeper Matter Case 4:05-cv-03526-SBA Document 103 Tran Date Review additional document requests propounded by PSI (.2); review correspondence re duplicated discovery requests (.2); discuss status of pending discovery disputes (.3). Correspondence with Durham re document production issues (.2); review correspondence with client re availability of pricing data (.4). Review/revise draft discovery responses. Conference call with Karen Thompson, Brenda Trumball and Blair Skellie re discovery issues (.5); discuss follow up (.3); review documents needed for 30(b)(6) designation (.2). Review sixth document request (.3); memo to client re same (.2). Revisions to Valero Marketing discovery responses (1.0); draft Valero Refining responses (.7). Review/revise draft discovery responses (multiple). Review/revise current drafts of multiple discovery responses Correspond with client regarding same. Review PSI interrogatories. 6/30/2006 7/19/2006 24800420 7/14/2006 24845265 7/13/2006 24781107 7/11/2006 24774845 24844487 24844102 24844062 24754216 6/27/2006 24800657 24748761 7/7/2006 7/6/2006 7/5/2006 7/5/2006 **Post Date** 8/1/2006 8/1/2006 8/1/2006 8/1/2006 8/1/2006 8/1/2006 8/1/2006 8/1/2006 7/5/2006 7/5/2006 L300 Phase L310 Task Billed WIP Stat Billable Billable Prebill/Bill# Billable Billable 7254937 Billable Billable Billable 7254937 Billable 7254937 7253196 Billable 7253196 Billable Billable 7254937 7254937 7254937 7254937 7254937 To Bill Hours 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.0 0.00 000 To Bill Value **Billed Hours** 0.10 0.70 0.40 0.50 1.10 0.60 1.20 . . 1.70 Billed Value * \$575.00 \$287.50 \$977.50 \$690.00 \$632.50 \$402.50 \$345.00 \$575.00 \$230.00 \$57.50

12/27/2006 WIP Included: Unbilled, Billed

> Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Page: 29 Report: _TIME309

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

			C	as	se 4	:05	5-C'	v-0	352	6-5	SB	Α	Do	OCL	ım	ent	10	03	F	ile	d 1	.2/:	28/0)6	Pi	age	43	of	o <mark>j</mark> imekeeper 4	Matter	Client
																													per		
24906476	8/15/2006	Review Request	24894412	8/11/2006	Follow up with client re information additional requests from PSI (.4).	24969930	8/10/2006	same (.1); corre	24969988	8/10/2006	Review latest dis	24883723	8/9/2006	Review latest di	24969686	8/8/2006	Correspondence	24966258	8/2/2006	Correspondence	24824152	7/26/2006	Correspondence proposed chang	24823943	7/21/2006	Correspondence verifications (.1).	24800697	7/20/2006	Time #	Tran Date	
	8/17/2006	Review Request for Admissions Set 3 (.1); correspondence with client re same (.1).		8/14/2006	Follow up with client re information needed for supplemental discovery responses (.2); review additional requests from PSI(.4)		9/1/2006	same (.1); correspondence with PSI's counsel re request for additional interrogatories (.2).		9/1/2006	Review latest discovery requests (.3); discuss strategy for responses (.2).		8/10/2006	Review latest discovery requests from PSI (Sets 8-10) (.4); begin work on responses (.5)		9/1/2006	Correspondence with MPSI counsel re protective order.		9/1/2006	Correspondence with PSI counsel re documents produced on July 25		8/1/2006	Correspondence re status of and changes to discovery responses (multiple) (.4); review proposed changes and incorporate into final documents (1.2).		8/1/2006	Correspondence re finalizing discovery responses (.2); correspondence with Durham reverifications (.1).		8/1/2006	Post Date		
	L300	et 3 (.1); corres		L300	needed for su		L300	ol's counsel re		L300	.3); discuss str		L300	rom PSI (Sets		L300	el re protective		L300	re documents		L300	changes to disc into final doc		L300	very response		L300	Phase		
	L310	spondence wit		L310	pplemental di		L310	request for ac	•	L310	ategy for resp		L310	8-10) (.4); beg		L310	order.		L310	produced on .		L310	covery respon uments (1.2).		L310	s (.2); corresp		L310	Task		
	Billed	h client re sam		Billed	scovery respor		Billed	Iditional interro		Billed	onses (.2).		Billed	jin work on res		Billed			Billed	July 25.		Billed	ses (multiple) (Billed	ondence with		Billed	WIP Stat		
7262160	Billable	e (.1).	7262160	Billable	ıses (.2); review	7262160	Billable	gatories (.2).	7262160	Billable		7262160	Billable	ponses (.5).	7262160	Billable		7262160	Billable		7254937	Billable	.4); review	7254937	Billable	Durham re	7254937	Billable	Prebill/Bill#	Billable	
	0.00			0.00			0.00			0.00			0.00			0.00			0.00			0.00			0.00			0.00	To Bill Hours		
																													To Bill Value		
	0.60			0.20			0.60			0.70			0.50			0.90			0.30			0.30			1.60			0.30	Billed Hours		
	\$345.00			\$115.00			\$345.00			\$402.50			\$287.50			\$517.50			\$172.50			\$172.50			\$920.00			\$172.50	Billed Value *		

Review latest discovery requests and releated correspondence.

12/27/2006 WIP Included: Unbilled, Billed

Pillsbury Winthrop Shaw Pittman LLP

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Time Detail by Matter

Report: _TIME309

Client										
Matter	Tran Date					Billable				
o√imekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of	8/16/2006	8/17/2006	L300	L310	Billed	Billable	0.00		0.30	\$172.50
44	24906880					7262160				
je -	Review supplem	Review supplemental document responses and related correspondence	sponses and	related corres	spondence.					
'ag	8/28/2006	8/29/2006	L300	L310	Billed	Billable	0.00		0.50	\$287.50
F	24943436					7262160				
06	Review/revise re	Review/revise responses to discovery requests	ery requests.							
28/	8/29/2006	8/30/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
2/2	24950501					7262160				
d 1	Review 13th doc	Review 13th document request (.1); telephone conference Durham (.1).); telephone c	onference Du	rham (.1).					
ile	9/5/2006	9/6/2006	L300	L310	Billed	Billable	0.00		0.60	\$345.00
F	24976570					7282229				
.03	Review/revise su with Durham re o	Review/revise supplemental response to seventh document request (.4); correspondence with Durham re discovery cut off issues (.2).	nse to seventt sues (.2).	h document re	equest (.4); com	espondence				
nt í	9/21/2006	10/3/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
nei	25064716					7282229				
cun	Review correspo	Review correspondence re MPSI documents	ocuments.							
) O	9/25/2006	9/29/2006	L300	L310	Billed	Billable	0.00		0.70	\$402.50
С	25048257					7282229				
ВА	Review/revise ar	Review/revise amended discovery responses and responses to 13th document request.	responses an	d responses	to 13th docume	nt request.				
-SE	9/28/2006	9/29/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
26-	25048612					7282229				
35	Discuss verificati	Discuss verification issues re amended interrogatory responses	nded interroga	tory response	95					
/- 0	9/28/2006	9/29/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
-C\	25048538					7282229				
:05	Discuss with Dur	Discuss with Durham PSI's failure to timely respond to Valero's second request for production	o timely respo	ond to Valero	s second reque	st for				
e 4	9/29/2006	10/3/2006	L300	L310	Billed	Billable	0.00		0.20	\$115.00
cas	25064983					7282229				
C	Review PSI's res	Review PSI's response to Valero Second Document request	econd Docum	ent request.						
	10/3/2006	11/1/2006	L300	L310	Billed	Billable	0.00		0.10	\$57.50
	25172964					7282233				

Review correspondence from Latham counsel re additional pricing documents to be produced in PSI v. Valero.

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing.

Client 4:45 PM 12/27/2006 WIP included: Unbilled, Billed Time Included: Billable, NonBillable, Accountable

Matter

Time #

Post Date

Phase

Task

WIP Stat

Prebill/Bill#

To Bill Hours

To Bill Value

Billed Hours

Billed Value *

61.50

\$35,182.50

0.00

Billable

TOTAL Timekeeper 07049

Tran Date

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

Pillsbury Winthrop Shaw Pittman LLP

Report: _TIME309

Time Detail by Matter

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Esmaili, Ranah L.

23781716

10/3/2005

10/11/2005

L300

L310

Billed

0.00

0.30

\$70.50

7172675 Billable

12/28/2005

12/29/2005

Draft defendants' initial disclosures 1/10/2006 24073788

2/1/2006

L300

L300

L310

Billed

0.00

0.80

\$188.00

Review plaintiffs email and proposed informal requests for admissions

7189875 Billable

L310

Billed

Billable

0.00

0.70

\$224.00

7200220

24124349

Confer with R. Phelps and B. Patrick re: CDs from client and loading into concordance; review same in concordance; confer with T. Haverfield-Schwartz re: arrival of CDs.

2/1/2006

L300

24131932

1/12/2006

L310

Billed

Billable

0.00

0.90

\$288.00

7200220

Document 103

Conferences with R. Phelps re: obtaining price surveys, bay area Valero station lists and information re: Valero dealers' pool margins and re: drafting discovery requests aimed at

Billed

determining relevant geographic market.

24131944

1/13/2006

2/1/2006

L300

L310

Billable

7200220

0.00

2.80

\$896.00

L300 L310

Confer with opposing counsel re: obtaining extension for discovery responses; confer with R.

Review documents produced by plaintiff; review complaint and plaintiff's discovery requests in preparation for document review.

Case 4:05-cv-03526-SBA

Phelps re: same.

2/7/2006

3/1/2006

L300

L310

Billed

Billable

0.00

7208160

24159909

1/24/2006

2/1/2006

24282074

Billed

Billable

7200220

0.00

0.30

\$96.00

2.60

0.30 \$832.00 \$96.00

Email T. Haverfield-Schwartz re: options for creating indices for document production and fields to be populated. 7208160 Emails with client re: draft discovery responses; determine what type of production indices are easily generated from Concordance and discuss same and what fields to populate on indices with T. Haverfield-Schwartz; conference with D. Durham re: fax from magistrate's

2/8/2006

3/1/2006

L300

L310

Billed

Billable

0.00

Billed Value Column does not incorporate any premium or discount amount done at the time of billing

Case 1:05-cv-03526-SRA

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

From Transaction Date 8/1/2005 To Transaction Date 12/20/2006

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Report: _TIME309

e 46 of 49 Matter	Tran Date Time # 2/9/2006 24282148 Edit draft disco	Post Date 3/1/2006	Phase L300	Task L310	WIP Stat Billed	Billable Prebill/Bill# Billable 7208160	To Bill Hours 0.00	To Bill Value	/alue	/alue Billed Hours 0.80
	Edit draft disco 2/15/2006 24292432	Edit draft discovery responses in preparation to send to client for review 2/15/2006 3/1/2006 L300 L310 Billed 24292432	preparation to L300	send to clier L310	nt for review. Billed	Billable 7208160		0.00	0.00	0.00 2.00
12/28/06	Revise protecti Haverfield-Sch 2/16/2006 24292483	Revise protective order; draft verifications and send to client for execution; emails from T. Haverfield-Schwartz re: Skellie deposition in other Valero matter. 2/16/2006 3/1/2006 L300 L310 Billed Billable 24292483 7208160	ifications and eposition in ot L300	send to client her Valero ma L310	for execution; atter. Billed	emails from T. Billable 7208160		0.00	0.00	0.00 3.10
Filed 1	Confer with M. revise response finalize response 4/5/2006	Confer with M. Morris and T. Haverfield-Schwartz re: comments to discovery responses; revise responses to incorporate client comments; discuss responses to particular requests: finalize responses and verifications and prepare to serve. 4/5/2006 5/1/2006 L300 L310 Billed Billable	/erfield-Schwa Slient commen ns and prepar L300	rtz re: commu ts; discuss re e to serve.	ents to discove sponses to par	ry responses; rticular requests; Billable		0.00	0.00	0.00 1.30
	2444/313 Review plaintiff calculate time t	24447313 Review plaintiff's motion to compel and consider best arguments for opposition brief; calculate time to file opposition brief.	el and considerief.	er best argum	ents for oppos	ition brief;		000	9	0.50
	24447511					7229126				
	Review letter fr requiring in-per	Review letter from magistrate judge taking plaintiff's motion to compel off calendar and requiring in-person meet and confer and consider strategy re: same.	ge taking plai ifer and consider	ntiff's motion t der strategy re	to compel off c e: same.	alendar and		000	0.00	0.00
	24448841					7229126				
. 00020	Review meet a filing joint meet draft email to E interrogatories; 4/20/2006	Review meet and confer letters to determine which requests are easily resolved in advance of filing joint meet and confer letter, review Exxon/Valero sale and purchase agreement and draft email to Exxon seeking permission to produce table of contents; revise verifications to interrogatories; draft email to client to update on discovery dispute and re: consent decrees. 4/20/2006 5/1/2006 L300 L310 Billed Billable	o determine w review Exxon mission to pro nt to update o L300	hich requests /Valero sale a duce table of n discovery d L310	are easily resund purchase a contents; revisilispute and re:	olved in advantagreement and agreement and se verifications consent decree Billable	अं ति अ	to to 0.00	· og	· og
4:05-0	24486759 Review Court C	7229126 24486759 Review Court Order requesting the parties to file separate joint letters concerning discovery figures for surjoint parties to file separate joint letters concerning discovery discovery for several for the second set of	he parties to fi	le separate jo	ing responses	7229126 xeming discove	デ ズ	÷.Ţ	, in	ny .
	dispute by cate discovery requi	dispute by category of request or subject matter; begin drafting responses to second set of discovery requests propounded by plaintiff. 5/3/2006 6/1/2006 L300 L310 Billed Billable	subject matte by plaintiff. L300	r; begin drafti	ing responses Billed	to second set o	<u>~</u> ,	0.00		
	24599342	's production and	Valero docum	ents in conco	ordance databa	7237358 se to locate				
	Review plaintiff	Review plaintiff's production and Valero documents in concordance database to locate	Valero docum	ents in conco	ordance databa	ise to locate				

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Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

Client										
Matter	Tran Date]]	!	! ·	5	Billable		To Die Voltag		
4 mekeeper	= 	FOSt Date	Fidad	iday	44H Cigar					
of	5/7/2006	6/1/2006	L300	L310	Billed	Billable	0.00		0.80	\$256.00
47	24599280					7237358				
e 4	Send all discove	Send all discovery-related documents to K. Thompson via email per her request.	ents to K. Tho	ompson via er	mail per her req	uest.				
'ag	5/8/2006	6/1/2006	L300	L310	Billed	Billable	0.00		0.90	\$288.00
P	24599273					7237358				
/06	Finalize and ser	Finalize and serve responses to second set of discovery requests and verifications to the interrogatories; confer with B. Trumbell re: verifications.	econd set of mbell re: verif	discovery req ications.	uests and verifi	cations to the				
'28	5/19/2006	6/1/2006	L300	L310	Billed	Billable	0.00		4.40	\$1,408.00
12/	24586294					7237358				
led :	Draft defendants the interrogatori	Draft defendants' responses to plaintiffs third set of discovery requests and verifications to the interrogatories; revise defendants' supplemental responses to the first set of discovery	aintiff's third s ants' supplem	et of discover ental respons	ry requests and ses to the first s	verifications to et of discovery				
03 Fi	requests; conferequests and sure; what docume meeting-and-con	requests; confer with B. Trumbell re: gathering documents responsive to the third set or requests and supplemental responses to the first set; call K. Myers (Latham counsel in Ishaq) re: what documents tagged attorneys eyes only; confer with D. Durham re: meeting-and-conferring about Valero's responses to the second set of discovery requests.	re: gathering nses to the fi eys eyes only ero's respons	documents rest set; call K. /; confer with	esponsive to the Myers (Latham D. Durham re: ond set of disco	third set of counsel in Ishaq) wery requests.				
it 1	5/24/2006	6/1/2006	L300	L310	Billed	Billable	0.00		0.80	\$256.00
nen	24599025					7237358				
Docum	Confer with B. F and stipulation t confer and cons additional produ records of when	Confer with B. Phelps re: meet and confer re: plaintiff's second set of requests for production and stipulation to extension of deadline to mediate; review D. Durham's email meet and confer and consider suggestions on to narrow requests; review credit card guides in plaintiffs' additional production and determine custodian of records at client likely to have further records of when credit card guides were sent.	d confer re: padline to med adline to narrow on to narrow one custodian swere sent.	waintiff's seco iate; review D requests; revi of records at	nd set of reque). Durham's ema ew credit card (client likely to h	sts for production ail meet and juides in plaintiffs' ave further				
BA	5/25/2006	6/1/2006	L300	L310	Billed	Billable	0.00		1.40	\$448.00
6-S	24598975					7237358				
3526	Meet and confer	Meet and confer in-person with D. Durham re: defendants' responses to second set of requests for production and ways to narrow the requests; confer with B. Phelps re: same; and the confermance of meeting with D. Durham	Durham re: to narrow the	defendants' re requests; co	esponses to sec ofer with B. Phe	cond set of slps re: same;				
v-0	5/31/2006	5/31/2006 6/1/2006 L300 L310	L300	L310	Billed	Billable	0.00		2.10	\$672.00
5-C	24632617					7237358				
ase 4:0!	Confer with B. T interrogatories a responses to the requests and se	Confer with B. Trumbell re: gasoline sales data; revise responses to third set of interrogatories accordingly; confer with B. Phelps re: same; emails to K. Thompson attaching responses to third set of interrogatories and supplemental responses to first set of discovery requests and seeking further documents responsive to plaintiff's various discovery requests.	ne sales data r with B. Phel tories and su uments respo	; revise respo ps re: same; o pplemental re nsive to plain	onses to third se emails to K. The esponses to first tiff's various dis	at of ormpson attaching t set of discovery covery requests.			0.40	\$128 00
	24653400					7253196				
	Review PSI's re obtaining Dane send K. Thomps responses to thi	Review PSI's responses to Valero's first set of discovery requests; email to K. Thompson recobtaining Dane Williams' documents, information concerning distributor in PSI's price zone; send K. Thompson draft supplemental responses to first set of discovery requests and draft responses to third set of interrogatories; confer with B. Trumbell and B. Phelps re: same.	y's first set of nts, information ental respons tories; confer	discovery req on concerning ses to first set with B. Trum	uests; email to g distributor in F of discovery re bell and B. Phe	K. Thompson re: 'SI's price zone; quests and draft ips re: same.				

Pillsbury Winthrop Shaw Pittman LLP Time Detail by Matter

Report: _TIME309

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

^{*} Billed Value Column does not incorporate any premium or discount amount done at the time of billing Begin drafting responses to plaintiff's fourth, fifth and sixth sets of discovery requests, second set of requests for admissions and fourth set of interrogatories; emails with B. Trumbell following up on incomplete and potentially privileged documents for production; review B. Trumbell emails with pricing spreadsheets.

12/27/2006

WIP Included: Unbilled, Billed

Time Included: Billable, NonBillable, Accountable

Time Detail by Matter

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Client										
Matter	Tran Date					Billable				
<u>o</u> Timekeeper	Time #	Post Date	Phase	Task	WIP Stat	Prebill/Bill#	To Bill Hours	To Bill Value	Billed Hours	Billed Value *
of 4	6/30/2006	7/5/2006	L300	L310	Billed	Billable	0.00		0.30	\$96.00
19 (24747560					7253196				
ge 4	Confer with B. P documents and	Confer with B. Phelps re: outcome of call with B. Skellie and re: whether to produce pricing documents and exemplar records of credit card fees, and how to respond to requests seeking	of call with B. of credit card	. Skellie and r fees, and hov	re: whether to p	produce pricing requests seeking				
Pa	information perta 7/5/2006	7/5/2006 7/21/2006 L300	L300	L310	Billed	Billable	0.00		1.50	\$480.00
06	24781632					7254937				
28/0	Revise response interrogatories a	Revise responses to fourth, fifth and sixth set of discovery responses, fourth set of interrogatories and second set of RFAs per recent discussions with B. Trumbell.	nd sixth set of RFAs per rece	discovery res	sponses, fourth is with B. Trum	set of bell.				
12/	7/7/2006	7/21/2006	L300	L310	Billed	Billable	0.00		1.00	\$320.00
ed :	24772476					7254937				
File	Emails with B. T surveys and who	Emails with B. Trumbell to determine how far back Valero has data for DTW pricing and surveys and whether Valero has maps of price zones and origin of maps; confer with B.	ine how far ba naps of price z	ck Valero has cones and ori	s data for DTW gin of maps; cc	pricing and price onfer with B.				
03	7/7/2006	7/21/2006	L300	L310	Billed	Billable	0.00		4.10	\$1,312.00
it 1	24781637					7254937				
Documen	Revise response accordance with information; Em information about books or maps.	Revise responses to fourth, fifth and sixth sets of RFPs and third set of interrogatories ir accordance with information from B. Trumbell re: availability of DTW and price survey information; Emails with B. Trumbell clarifying whether the stations PSI seeks pricing information about are direct supplied dealers or distributors, and whether have MPSI zo books or maps.	nd sixth sets on B. Trumbell reell clarifying well dealers or	of RFPs and t e: availability of thether the standistributors, a	hird set of inter of DTW and pri ations PSI seet and whether ha	rogatories in ce survey cs pricing ve MPSI zone				
	7/11/2006	7/21/2006	L300	L310	Billed	Billable	0.00		1.80	\$576.00
BA	24772454				•	7254937				
526-S	Review emails in service of others and joint letters	Review emails from D. Durham re: his withdrawal of certain sets of discovery requests and service of others; email D. Durham for clarification; review all outstanding discovery requests and joint letters and requests by D. Durham re: in-person meet and confer; confer with B.	: his withdraw n for clarificati). Durham re: i	al of certain s on; review all in-person me	ets of discover outstanding di et and confer; o	y requests and scovery requests onfer with B.				
-03	depositions; rev	depositions; review email from B. Trumbell re: interview with Rosemary Lee.	Trumbell re: in	nterview with	Rosemary Lee	· · · · · · · · · · · · · · · · · · ·				
CV-	7/12/2006	7/21/2006	L300	L310	Billed	Billable	0.00		0.60	\$192.00
)5-	24781594					7254937				
e 4:0	Conference call maintains DTW	Conference call with B. Trumbell and B. Phelps re: deposition schedule whether Valero maintains DTW prices from before July 2003, and how DTW pricing is done for distributors.	and B. Phelps e July 2003, ar	re: deposition	n schedule whe pricing is done	ther Valero for distributors.				
ase	8/7/2006	8/8/2006	L300	L310	Billed	Billable	0.00		1.50	\$547.50
C	24875148					7262160				